MARVEL

50 YEARS OF SPIDER-MAN

THE WORLD'S GREATEST SUPER HERO!

the AMAZING SPIDER-MAN®

DANGER ZONE

SLOTT • RAMOS • GAGE • CAMUNCOLI • WELLS • DILLON

CELEBRATING 50 YEARS OF POWER AND RESPONSIBILITY
WITH A TRIO OF SPECTACULAR STORIES!

The most powerful entity on Earth is Alpha — a brash slacker from Midtown High who came into his powers courtesy of a lab accident during an experiment being conducted by none other than Peter Parker! To head off worldwide calamity, he'll have to learn what it takes to be a hero — and fast — and that means Spider-Man's got his first-ever sidekick! Then, Spidey has another huge mess on his hands: a war of the Hobgoblins! Phil Urich has donned the demonic cowl as the Kingpin's top enforcer, but Roderick Kingsley is back from the past, seeking to reclaim his murderous mantle. And Kingsley may not be the only former Goblin who wants to stake his claim!

Plus: Peter struggles to tell Aunt May the secret he's hidden for years: He's responsible for his uncle's death!

MARVEL

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Collecting *Amazing Spider-Man #692-697* and *Avenging Spider-Man #11* — written by Dan Slott, Christos Gage and Zeb Wells; and illustrated by Humberto Ramos, Giuseppe Camuncoli and Steve Dillon.

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A FIFTY YEAR CELEBRATION BY SLOTT, RAMOS, OLAZABA, DELGADO AND MORE!

HAPPY BIRTHDAY OLD MAN!
RAMOS 2012
delgado

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While attending a demonstration in radiology, high school science student **Peter Parker** was accidentally bitten by a **radioactive spider!**

Peter soon discovered that he had gained the spider's proportionate **strength, agility,** and ability to **stick to walls.** He had, in effect become a **human spider!**

Peter thought he could use these powers to become **rich** and **famous.**

But when he selfishly **refused** to help stop a burglar...

...who later shot and killed Peter's **uncle Ben** in an attempted robbery...

...Peter Parker learned that with great power must also come great responsibility. And from that day forth, he has used his powers to help people as...

the AMAZING SPIDER-MAN

This page by Van Lente, Romita Jr, Janson and White

MARVEL COMICS PROUDLY PRESENTS: A 50*thwip* ANNIVERSARY SPECTACULAR!

"POINT OF ORIGIN"

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INKS BY **VICTOR OLAZABA**
COLORS BY **EDGAR DELGADO**
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"SPIDER-MAN FOR A NIGHT"

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alpha

PART I: POINT OF ORIGIN

GREAT POWER. GREAT RESPONSIBILITY. A TEEN OUTCAST. ALL THE ELEMENTS OF A MODERN DAY MYTH IN THE MAKING, RIGHT?

WELL, THINK AGAIN, TRUE BELIEVER. BECAUSE THIS IS AN ALL-NEW TALE FOR THE TELLING.

AND WHILE THIS MAY BE MIDTOWN HIGH, THIS YOUNG MAN IS NO PETER PARKER.

HIS NAME'S ANDY MAGUIRE. AND, FOR THE MOMENT, THIS IS HIS STORY.

THINGS YOU SHOULD KNOW ABOUT ANDY:

HIS MOM, ALICE? NOT THE MOST HANDS-ON PARENT.

ANDY?! YOU UP YET? GET DOWN HERE AND EAT SOMETHING.

WE'RE LEAVING IN TEN. WITH OR WITHOUT YOU.

WHU?

HIS DAD, RAY? NOT MUCH BETTER.

#1 MOM

--STAYING LATE WITH THE NEW CLIENTS.

AGAIN?

YOU WANTED TO REMODEL THE UPSTAIRS. NOT ME.

GUYS? ANYONE SIGN THAT PERMISSION SLIP?

I NEED IT FOR THE CLASS TRIP TOMORROW. HELLO?

AND THE FACULTY AT MIDTOWN HIGH... DOESN'T REALLY KNOW WHAT TO DO WITH HIM EITHER.

STRAIGHT C STUDENT. LOUSY SATs. NO EXTRACURRICULARS.

MAGUIRE, HOW DO YOU EXPECT TO GET INTO *COLLEGE* WITH THIS?

I DUNNO.

ANDY MAGUIRE ISN'T *REALLY* THE KIND OF KID WHO STANDS OUT THAT MUCH.

WHOA. CHRISSY CHEN IS SO DAMN *CUTE*...

...IN A NERDY/ASIAN/TINA FEY KINDA WAY.

AND SHE'S TOTALLY INTO SUPER HEROES. *LIKE ME!* C'MON, I CAN DO THIS.

AND THERE'S A REASON FOR THAT.

STANDING OUT MEANS TAKING A RISK. LEAVING YOURSELF OPEN TO FAIL.

MAN, LOOK AT MARK HUNSACKER. HE'S THE *NEW* KID. HASN'T EVEN BEEN HERE *TWO* WEEKS...

...AND HE'S DATING *PAULA LAKE.* HEAD CHEERLEADER. HOTTEST GIRL IN SCHOOL.

HOW DOES HE *DO* THAT?

GOD, HOW I *HATE* 'IM.

YOU SEE, FOR ANDY, THOUGH HE'D NEVER ADMIT IT, NOT FAILING IS GOOD ENOUGH.

AND THAT'S WHY HE'S NO PETER PARKER.

WHY HE'S NOT A NERD.

JOCK.

BAND GEEK.

POSER.

STONER.

OR MUCH OF ANYTHING, GOOD OR BAD. HE'S JUST... THERE.

BUT ALL THAT'S ABOUT TO CHANGE...

Today.

NO FOOD IN THE FRIDGE

I ♥ NY

PARIS

JUST GREAT.

AND LEMME GUESS...

YEP. NO ONE SIGNED MY FORM.

RRRRAY MAGUIRE. THERE.

BOLD MOVE, SIR. GOING OUTSIDE THE LINES.

OH, LIKE ANYONE'S GONNA CHECK...

"...OR PAY THE SLIGHTEST ATTENTION TO ME. STILL...

"...FEELS PRETTY GOOD. I SHOULD JUST GO WITH IT. *DO* SOMETHING FOR ONCE IN MY LIFE."

UM...HEY, CHRISSY...

SCHOOL B

...I WAS JUST--

THUMP

...FADES BACK AND MAKES THE CATCH!

IT WAS *SWEET!*

HEY, IT WAS *ALL* YOU.

HUNSACKER.

NICE.

GUESS YOU DIDN'T SEE ME THERE. UM. LITTLE HELP?

HERE.

THANKS.

NO PROB. C'MON. YOU DO *NOT* WANNA MISS THIS!

*NOW THIS? THIS IS PETER PARKER, THE ONE-AND-ONLY **AMAZING SPIDER-MAN.** AND TODAY SHOULD BE--*

TODAY'S GONNA BE THE ***BEST*** DAY OF MY LIFE!

THE DAY I FINALLY SHOW THEM ALL...

HI! WELCOME TO *HORIZON LABS.* I'M PETER PARKER, ONE-TIME MIDTOWN HIGH STUDENT, JUST LIKE *YOU.*

AND I WANTED YOU TO SEE THIS TODAY--TO KNOW THAT FROM WHERE YOU ARE RIGHT *NOW--*

--LITERALLY *EVERYTHING* IN THE UNIVERSE IS POSSIBLE!

THIS IS MY GREATEST DISCOVERY. REED RICHARDS FOUND *UNSTABLE MOLECULES.* HANK PYM, THE *PYM PARTICLE.* TONY STARK, *ARC REACTOR* TECHNOLOGY...

...BUT THIS IS ALL MINE. YOU ARE ABOUT TO SEE *PARKER PARTICLES.*

A HYPER-KINETIC FORM OF ENERGY TIED INTO THE FORCES OF UNIVERSAL EXPANSION ITSELF.

CLEAN, AFFORDABLE, NEAR-LIMITLESS POWER.

AND WE'RE SHOWING IT OFF TO HIGH SCHOOL STUDENTS.

YES, *MR. STONE.* AND TOP SCIENTISTS. THE MEDIA. POLICY MAKERS.

AFTER OUR...*FIASCO* WITH DR. MORBIUS AND THE LIZARD, A LITTLE *GOOD* PUBLICITY COULDN'T HURT.

MR. MODELL, ABOUT THAT...

NOW THAT DR. MORBIUS IS GONE...

...THERE'S AN *OPENING* IN YOUR PRIVATE THINK TANK, ISN'T THERE?

YES. AND I'M REVIEWING A *NUMBER* OF CANDIDATES.

YOU'RE A GOOD MAN, TIBERIUS. BUT NOW MIGHT NOT BE THE BEST TIME.

PERHAPS WHEN THE *NEXT* SPOT OPENS.

SAFETIES DISENGAGED

CLIK

I HEAR YOU, MAX. LOUD AND CLEAR.

IF WE HARNESS THIS ENERGY RIGHT, NOT TO TOOT MY OWN HORN, BUT THIS COULD...

...CHANGE THE WORLD.

WAIT. THAT'S...

SAFETIES DISENGAGED

...NOT GOOD.

SPIDER-SENSE TINGLING!

ZRAK ZAK ZAK ZAK

SHUTTING EVERYTHING DOWN!

NO! THERE'S TOO MUCH OF A RESIDUAL CHARGE!

EVERYONE!

FIND COVER!

NOW!

SECRET IDENTITY BE DAMNED!

HAVE TO DO WHATEVER I CAN TO GET THESE KIDS--

--CLEAR!

WHAT WAS I THINKING?!

AHHH!

STAY DOWN!

WHO'S LEFT?

IS THERE ANYONE I MISSED?!

OH, I KNOW *EXACTLY* WHAT I WAS THINKING!

I WAS *SHOWING OFF* TO ALL THE YOUNG FLASH THOMPSONS AND LIZ ALLANS OF THE WORLD!

SHOWING 'EM HOW BIG AND IMPORTANT *PUNY PARKER* TURNED OUT.

BECAUSE OF *THAT*...

CHRISSY!

...I PUT ALL OF THEM AT RISK!

LOOK OUT!

DEAR GOD, IF ANYTHING HAPPENS, THIS'LL ALL BE MY--

YEARGH--

WAIT! HE'S MOVING. IS HE ALL RIGHT?

FEEL... FUNNY...

RANDY? YOU OKAY?

KAMB

ANDY... NAME'S ANDY...

OH MY. I'M SORRY. ARE YOU--?

WATCH OUT!

I GOT IT!

KRAK

DID HE JUST--?

LIKE SOME KINDA *SUPER HERO.*

IT'S IMPOSSIBLE. IT'S DÉJÀ VU. IT'S--IT'S--

THE BEST! DAY! EVER!

Hours later.
HORIZON LABS, CONFERENCE ROOM #1

OUR SON WAS THE VICTIM OF A MAJOR *INDUSTRIAL ACCIDENT!*

WHAT WAS HE EVEN *DOING* HERE?!

THIS DOESN'T *LOOK* LIKE YOUR SIGNATURE, RAY.

HORIZON IS COMPLETELY AT FAULT!

MS. CONWAY!

DOCTORS HAVE CHECKED THE BOY OUT.

HE APPEARS TO BE FINE. *SUPERHUMAN,* IN FACT.

WHAT ABOUT *LONG-TERM* EFFECTS, MR. BAEZ?

WHO KNOWS WHAT YOUR COMPANY'S DONE TO ANDREW?!

WHAT IF SHE'S RIGHT?

AND WHAT ABOUT HORIZON?

I MIGHT'VE RUINED THINGS FOR EVERYBODY.

PLEASE. CAN WE ALL REMAIN CALM?

I'VE CALLED IN THE WORLD'S TOP *SUPER-HUMAN* SPECIALISTS...

"...WE'LL SOON HAVE THIS ALL SORTED OUT."

MR. FANTASTIC
PROF. REED RICHARDS

LEVELS INCREASING AT A CONSTANT RATE.

THE BEAST
DR. HANK McCOY

CHECK.

IRON MAN
TONY STARK

GIANT-MAN
DR. HENRY PYM

"PARKER PARTICLES"?

GIVE IT A REST, PYM.

YOU OKAY IN THERE, ANDY?

YOU BET!

WHEN THIS IS DONE, CAN I GET EVERYBODY'S AUTOGRAPH?

SURE THING, KID.

THIS "ENERGY SOURCE," IT'S PERMEATED EVERY CELL OF HIS BODY...

...CHARGING AND RECHARGING THEM, BUT ACCORDING TO INITIAL SCANS...

...HE SHOULD BE ABLE TO RELEASE IT IN A NUMBER OF STANDARD SUPERHUMAN WAYS.

ENERGY PROJECTION. CHECK.

PYOO! PYOO! PYOO!

ZZZRAK

1 TON

STRENGTH AUGMENTATION.

HEY, ARE THE OLYMPICS STILL GOING ON?

NO!

SUPER-SPEED.

AWESOME! SO? WHATCHA GOT NEXT?

FORCE FIELD.

AHH! IS THIS SAFE?

WE DO THIS ALL THE TIME TO STUDENTS AT MY SCHOOL.

YEAH? NO OFFENSE, MR. BEAST, BUT YOUR SCHOOL'S MESSED UP!

AND FLIGHT. THAT APPEARS TO BE IT.

WHAT? LIKE THIS AIN'T ENOUGH? NO OFFENSE, MR. MODELL, BUT *THIS*--

--WILL *NEVER* GET OLD!

WHAT'S THE VERDICT? IS HE OKAY?

I DON'T THINK "*LIMITATION*" IS THE RIGHT WORD HERE. PETER? A MOMENT.

YES. HE HAS THE POWER UNDER CONTROL. THOUGH THERE *IS* A LIMITATION...

...IT APPEARS HE CAN ONLY MANIFEST *ONE* ABILITY AT A TIME.

SOMETHING YOU SHOULD KNOW. ANDY'S POWER IS TIED TO THE VERY UNIVERSE ITSELF. IT WILL CONTINUE TO *GROW*. WITHOUT LIMIT.

WHAT ARE YOU SAYING?

IN THE WAY THAT WHENEVER THE HULK, SENTRY OR THE PHOENIX ATTACKS...

...WE CALL IT AN *OMEGA-LEVEL* THREAT...

...ANDY MAGUIRE IS THE FIRST *ALPHA-LEVEL* THREAT. IT'S ONLY A MATTER OF TIME.

YOU'RE SERIOUS?! OH, MAN. WHY DID I HAVE TO GO AND *DO THIS?*

DISCOVER "PARKER PARTICLES"? YOU DIDN'T. I DID. YEARS AGO.

WHAT?!

BUT I KNEW THAT THERE ARE SOME GENIES YOU *DON'T* LET OUT OF THE BOTTLE.

YOU ARE *LUCKY* THOUGH, PETER. IT'S A *FLUKE* THE BOY SURVIVED.

BUT NOW HE'S *YOUR* RESPONSIBILITY. YOU'LL HAVE TO KEEP AN EYE ON HIM. AND TRAIN HIM.

WAIT, BUT GIANT-MAN HAS A WHOLE SUPER HERO *ACADEMY--*

MAYBE DOWN THE ROAD. BUT FOR NOW, ANDY'S THE *ALPHA*. HE'S GOING TO NEED ONE-ON-ONE. YOU OPENED THAT DOOR. AND AS FOR HANK...

KID! PUT ME DOWN! *NOW!*

WAIT! I BET I CAN DO THIS WITH ONE HAND.

...SOMETHING TELLS ME, THE BOY'S A LITTLE MORE THAN HANK CAN HANDLE.

AGREED. SO HOW DO WE SWING THIS?

LET ME TALK TO MAX. I HAVE AN IDEA.

HERE'S WHAT WE'RE PREPARED TO OFFER: ALL MEDICAL EXPENSES...

REGULAR MONITORING OF HIS SUPERHUMAN PHYSIOGNOMY BY THE BEST SCIENTIFIC MINDS IN THE WORLD.

A CONTRACT? WHAT ARE WE TALKING ABOUT HERE?

AND A LUCRATIVE CONTRACT--

WE'D LIKE TO GROOM ANDREW TO BE OUR NEW CORPORATE SPOKESMAN. A SPOKES-*SUPER HERO,* IF YOU WILL.

ALPHA, THE NEW FACE OF HORIZON LABS.

A *REAL* SUPER HERO? LIKE AN *AVENGER* OR SOMETHING?

ANDY, FIRST WE--

YES! APPROVED!

HOW MUCH ARE WE TALKING?

OVER TIME, MORE THAN YOU'D MAKE IN ANY SETTLEMENT.

WE SHOULD TAKE THIS.

TOO COOL!

TOO COOL!

TOO COOL!

THIS WAS REED RICHARDS' IDEA?

ABSOLUTELY. AND YOU'LL BE PLAYING AN IMPORTANT PART IN IT, MR. PARKER, OVERSEEING THE *ENTIRE* ALPHA PROJECT...

"DESIGNING HIS GEAR, AND WORKING SIDE-BY-SIDE WITH HIM. JUST LIKE YOU DO FOR SPIDER-MAN."

ONE SCIENTIFIC MISHAP, AND HOURS LATER I'M SEWING A COSTUME.

DÉJÀ DIDDLY VU.

OKAY WORLD, BETTER HANG ON TO YOUR HAT...

"...HERE COMES ALPHA!"

GET READY FOR THE NEXT *SUPER-POWERED* PRODUCT FROM *HORIZON!*

THE ALL-NEW AMAZING aPHONE!

IT'S GRADE A!

ALPHA-FAST!

AND ALPHA-TOUGH!

PYOO! PYOO! PYOO!

FAK

AND IT BLOWS ALL OTHER SMART PHONES AWAY!

SO IF YOU WANT *SUPER-CLEAR* CALLS AT A *SUPER-PRICE...*

...TAKE IT FROM A HERO WHO *ALWAYS* ANSWERS THE CALL...

...THE ONE AND ONLY ALPHA!

IT'S GOING TO BE THE BEST-SELLING ITEM THIS QUARTER! WE SHOULD BE GETTING A CUT OF THAT!

I'M ON IT, OKAY?

LOOK WHO *SUDDENLY* HAS AN INTEREST IN OUR SON'S LIFE!

WHAT? *I'VE* ALWAYS BEEN THERE FOR THE BOY!

The Following Monday.
MIDTOWN HIGH.
OH MIGOD! HE'S HERE!
ALPHA!
DUDE'S HOOKING ME UP WITH A FREE PHONE.
HEAR HE'S HANGING WITH TONY STARK!
HEY, ALPHA!
PARTY AT MY PLACE FRIDAY! YOU GOTTA COME!
HE LOOKED *RIGHT* AT ME!
EASY. COMING IN FOR A LANDING.
ANDY! OVER HERE!
I LOVE ALPHA
YOU'RE CRAZY, CHRISSY. IF HE HADN'T PUSHED YOU OUTTA THE WAY, *YOU'D* BE A SUPER HERO NOW.
SHUT UP, MARK.
HEY, CHRISSY. NICE SHIRT.
IT'S THE ONLY ALPHA ONE THEY MAKE RIGHT NOW.
I'VE GOT SIX.
WE GOT SOME NEW ONES IN.
WHY DON'T YOU COME BY MY "SECRET LAIR" TONIGHT AND I'LL SHOW YA.
ZAK
OH!
OOPS. SORRY, HUNSACKER.
NOT
AHHH!
DIDN'T SEE YOU THERE.
"PETER?"

PETER?
WHAT?
YOUR AUNT MAY WAS TRYING TO TELL YOU SOMETHING.
SORRY, AUNT MAY. I WAS JUST THINKING ABOUT--
Y'SEE, THERE'S THIS THING WITH WORK AND--
NEVER MIND. WON'T HAPPEN AGAIN. YOU WERE SAYING?
JUST THAT JAY AND I WERE SORRY WE COULDN'T MAKE IT INTO TOWN LAST WEEK FOR YOUR BIG PRESENTATION.
ACTUALLY? I'M KINDA GLAD YOU *WEREN'T* THERE.
IT WAS A DISASTER.
OH MY. IS YOUR JOB OKAY?
I HOPE SO. YOU LOVE IT THERE. IT'S PRACTICALLY ALL YOU TALK ABOUT ANYMORE.
YEAH. IT'S FINE. BUT YOU'RE RIGHT, I *DO* GO ON ABOUT IT.
WHY DON'T WE CHANGE THE SUBJECT? YOU KNOW MJ'S GOT HER OWN *NIGHTCLUB* NOW.
REALLY?
YOU TWO WOULD *LOVE* IT. YOU HAVE TO COME OVER.
FAMILY. FRIENDS. I SHOULD BE HAVING A GREAT TIME.
BUT ALL I CAN THINK ABOUT IS THAT DUMB KID.

PETER, WE NEED TO TALK.

SURE, JAY. WHAT'S UP?

WHAT DO YOU THINK THAT'S ABOUT?

BOY STUFF, OBVIOUSLY.

SHE WON'T COME OUT AND SAY IT, BUT YOUR AUNT'S WORRIED ABOUT YOU.

EVER SINCE WE MOVED TO BOSTON, IT'S LIKE YOU'VE *FORGOTTEN* WE EXIST.

THE WORLD ALMOST ENDED A FEW WEEKS AGO. YOU NEVER CALLED.

I WAS... BUSY.

EVERYONE'S BUSY. WHEN THINGS ARE IMPORTANT, YOU FIND THE TIME. BE RESPONSIBLE.

YES, SIR.

SEE ASM #686 STEVE

SEE YOU TOMORROW, AUNT MAY.

AND DON'T FORGET TO DROP BY THE CLUB. I WANNA SHOW YOU OFF.

OF COURSE, DEAR.

SO? ARE THEY BACK TOGETHER?

I HAVE *NO* IDEA.

HE WILL, TOO. FOR MORE ON PETE'S TRIP WITH AUNT MAY, SEE AVENGING SPIDER-MAN #11. -SW

WHAT'S THE MATTER, TIGER? YOU WERE A MILLION MILES AWAY. THIS IS SOME SPIDEY-RELATED THING, ISN'T IT?

IS IT THAT KID FROM THE NEWS? THE ONE YOU ZAPPED WITH YOUR DOOHICKEY?

YEAH. I'VE BEEN KEEPING TABS ON HIM. AND...

...HE'S SUCH A *JERK*, MJ.

FLAUNTING HIS POWER. SHOWING OFF. PUSHING KIDS AROUND.

GOTCHA. SO BASICALLY YOU CAN'T STAND THIS KID BECAUSE...

"...HE'S DOING *EVERYTHING* YOU WANTED TO DO...

MMMMM

"...BACK WHEN *YOU* WERE IN HIGH SCHOOL."

MMMMMMMMM

HW2

HEY. I GOT SOMETHING SPECIAL I WANNA SHOW YOU.

OKAY.

YOU'RE GONNA LOVE THIS.

CHECK IT OUT! I DESIGNED MY OWN *ALPHA FAN PAGE!*

THAT'S... UH...REAL GREAT THERE, CHRISSY.

HEY! HAVE YOU *READ* THESE THREADS?

SORRY. HAVEN'T SET UP MODS FOR THE COMMENT SECTION YET.

HE'S A LOSER. POSER. SPAZ. DORK. LAME.

POOCHIE? WHAT'S A "*POOCHIE*"?

A MASSIVE TOOL AND... *NOT* A *REAL* HERO?!

THAT'S IT. I'M OUTTA HERE.

WHERE ARE YOU GOING?

ON PATROL!

JUST WAIT, THEY'LL SEE...

...I'M GONNA SHOW 'EM WHAT A *REAL* HERO CAN DO!

WHOA! EASY THERE, BLONDIE. LET'S THROW SOME BREAKS ON THAT TRAIN.

SPIDER-MAN! *AWESOME!* WHAT'RE *YOU* DOING HERE?

ACTUALLY, KID? I WAS ON MY WAY TO SEE *YOU*.

REALLY?!

REALLY. I HAD A TALK WITH *MR. FANTASTIC* AND THE REST OF THE SPANDEX BRIGADE...

...AND WE DECIDED *YOU* NEED TO BE IN THE *"SIDEKICK PROGRAM"* AND THAT *I* WAS THE RIGHT GUY FOR THE JOB.

NO WAY! WHEN I'M NOT AROUND, YOU ALL TALK ABOUT ME?

YEAH. ALPHA, YOU HAVE *GREAT* POWER IN YOU. IN TIME, YOU MIGHT HAVE THE *GREATEST POWER* OF US ALL.

THAT MEANS NOW'S THE TIME YOU HAVE TO LEARN...

...WITH THAT POWER *MUST ALSO* COME THE *GREATEST* RESPONSIBILITY OF US ALL.

THAT'S HUGE. SO? YOU UP FOR IT?

I CAN TEACH YOU HOW TO DO THIS, BUT *ONLY* IF YOU FOLLOW MY RULES. BREAK 'EM, AND WE'RE DONE. UNDERSTOOD?

YEAH. NO WORRIES.

WOW! ME, WORKING WITH AN AVENGER. THIS IS *SO* HAPPENING!

RULE NUMBER ONE?

SAVING LIVES *ALWAYS* COMES FIRST.

RULE NUMBER TWO?

SEE RULE NUMBER ONE.

WHAT'D I SAY ABOUT *REGULAR* CROOKS?

THEY GET *REGULAR* PUNCHES.

BECAUSE?

YOU BREAK 'EM, YOU BUY 'EM.

AND?

HEALTHCARE AIN'T CHEAP.

AND WHEN FIGHTING *SUPER VILLAINS?*

THEY GET *SUPER-* PUNCHES?

NOW YOU'RE GETTIN' IT.

WHO'S MY LUDICROUSLY ZIT-POWERED ZIT-MACHINE. YOU ARE. YES, YOU ARE.

1962 PRICES!

TV

SONY

BREEP BREEP

STOP. GETTING A CALL FROM THE *FANTASTIC FOUR...*

SWEET! WE'RE GONNA HAVE A *TEAM-UP!*

DON'T *EVER* CALL IT THAT. AND NO, *WE'RE* NOT.

THIS IS FOR SOMETHING *BIG.* WAY OUT OF YOUR LEAGUE.

BUT I THOUGHT I WAS THE *END-ALL-BE-ALL,* SUPER-POWER-WISE.

YOU'RE NOT READY FOR THIS. SO LET ME BE *PERFECTLY* CLEAR. STAY HERE. DO *NOTHING.* GOT IT?

SO... ALL THIS POWER. ALL THIS RESPONSIBILITY. STAY HERE. DO NOTHING.

I SEE WHERE YOU'RE GOING WITH ALL OF THIS.

WRARK!

HOW'S MY FAVORITE FANTASTIC FOURSOME?

WHAT'S UP? IS *MOLE MAN* ATTACKING THE SURFACE WORLD AGAIN?

NOT THIS TIME, SPIDEY. IT'S JUST *GIGANTO.* REED? CAN YOU...?

I BELIEVE THE CREATURE'S IN ITS *MATING SEASON.* ACTING OUT UNTIL HE FINDS A MATE....

...BUT THE *PROBLEM* IS, HE MIGHT JUST BE THE *LAST* OF HIS KIND!

YANCY ST

MY *FORCE FIELDS* AREN'T SLOWING HIM DOWN--

EVERYONE, WAIT! LOOK, OVER THERE. IS THAT...?

WHOA! SO YOU'RE SAYING THIS IS A...GIANT MONSTER BOOTY CALL?

WITH *NO* BOOTY.

I SUGGESTED WE STUFF *BEN* IN A *DRESS,* BUT--

STILL NOT FUNNY, *MATCHSTICK!*

IT'S THAT *ALPHA* KID!

FROM THE COMMERCIALS?

YUP! EVERYBODY GET YOUR aPHONES READY...

...YOU'LL WANNA RECORD *THIS!*

THINK I DON'T KNOW WHAT YOU WERE DOING, SPIDEY? THIS WAS A TEST. AND FOR THE FIRST TIME EVER...

...ANDY MAGUIRE'S GETTIN' AN "A"!

SWITCHING FROM *FLIGHT* TO *SUPER-STRENGTH*. HERE IT COMES...

!!!!IT'S CLOBBERIN' TIME!

BA-KA-WHOOM

ALPHA!

HE--? DID HE JUST--? WITH THE--?

OHHHH NO, HE *DIDN'T!*

YOU WANNA SEE A *REAL* HERO, PEOPLE?! HOW'S THAT?!

THE NAME'S *ALPHA!* THE MOST *POWERFUL* SUPER HERO OF 'EM ALL!

THAT'S RIGHT! AND MR. FANTASTIC AND THE AVENGERS, THEY'RE GETTING ME READY FOR THE *BIG LEAGUES!*

PUT ME IN THEIR *"SIDEKICK PROGRAM"* AND EVERYTHING. EVEN GAVE ME SPIDER-MAN AS A SIDEKICK! COOL, RIGHT?

AMAZING!

ONE PUNCH!

ALL THE FANTASTIC FOUR AROUND AND HE JUST--

ALPHA! OVER HERE!

THAT *ROCKED!*

WHY THAT COCKY LITTLE...

NICE GOING, WEBS.

"SIDEKICK"?

EASY, BEN!

UNBELIEVABLE.

I GOT THAT LINE *TRADEMARKED*, YA SNOT-NOSED LITTLE PUNK!

THERE ARE *RULES!* YA DON'T HEAR ME SAYIN' "*THING SMASH!*" OR "*FLAME ON!*" DO YA?!

I GOT RIGHTS!

YOU TOLD HIM? THE FIRST ALPHA-LEVEL THREAT IN EXISTENCE...

...AND YOU THOUGHT THE BEST COURSE OF ACTION WAS TO *TELL* HIM?

DO YOU REALIZE WHAT YOU'VE DONE?

YEAH.

IN EVERY *POSSIBLE* WAY...

...I'VE CREATED A *MONSTER.*

Elsewhere...

SO...GREAT POWER. GREAT RESPONSIBILITY. A TEEN OUTCAST.

AND A SCIENCE EXPERIMENT GONE AWRY. HISTORY REPEATS ITSELF.

HISTORY. NEVER WAS MY BEST SUBJECT. NOW *BIOLOGY,* CHEMISTRY, AND ALL-THINGS-PETER-PARKER?

OH, THE *JACKAL* CAN TEACH YOU A THING OR TWO ABOUT THOSE!

COME ALONG, GIRLS. *PARKER PARTICLES?* ALPHA-ENERGY?!

I GOTTA GET ME SOME A' THAT!

HAHAHAHAHAHAHAHAHAHAHAHAHAHAHA!

TIME

NEXT!
Spidey's 50th continues with the return of THE JACKAL!
(And if you know the Jackal at all...that can only mean one thing!)
BE HERE!

DON'T FORGET TO CHECK OUT "SPIDER-MAN THROUGH THE DECADES" ON THIS VISIONARY SET OF ASM #692 VARIANT COVERS BY VIRTUOSO ARTIST

MARCOS MARTIN!

1970s

1960s

2000s

1990s

1980s

FOR THE SAKE OF MY OWN SANITY THERE'S ONLY ONE THING LEFT TO DO...

HUFF-HUFF-HUFF

SPIDER-MAN FOR A NIGHT

DEAN HASPIEL
STORY/ART

GIULIA BRUSCO
COLOR ART

CHRIS ELIOPOULOS
LETTERER

ELLIE PYLE
ASSISTANT EDITOR

STEPHEN WACKER
EDITOR

EDITOR'S NOTE
THIS STORY TAKES PLACE RIGHT AFTER ASM #50.

HUFF-HUFF-HUFF

BEA ARTHUR ON A BIKE!

SKIDDD

HUFF-HUFF-WHEEZE. I'VE HIT THE JACKPOT!

IF ONLY OLIVIA COULD BE HERE TO SEE THIS, SHE'D THROW A TICKER TAPE PARADE!

SKP-SKP-SKP

IF I LOOK LIKE A SUPER HERO--

COUGH-HACK WHEEZE--

THEN I AM A SUPER HERO!

KLANG BLUMP

SKP-SKP-SKP

UNNFF

WHAT THE-- HEY!

SKFFFFFF

SPIDER-MAN!?!

DIDJA HAPPEN TO EYEBALL A ROBBER DRESSED IN BLACK BEATING FEET?

HE WENT THAT WAY! *HURRY!*

THINK HE MIGHT'VE FORGOT SOMETHING?

OH! SEE...I GRABBED THE BAG OF STOLEN CASH WITH MY SPIDER-WEB.

I WAS GOING TO BRING IT BACK TO THE BANK, POST-HASTE!

SMACK

BALDERDASH!

I OUGHT TO ARREST YOU FOR LOITERING AND INDECENT EXPOSURE.

GO HOME, YA FREAK!

OW! OW! OW!

I AIN'T GOING HOME UNTIL *AFTER* I MAKE A BIG SCORE FOR MY SWEET, PRECIOUS OLIVIA.

THE DAILY BUGLE

SPIDER-MAN MENACE TO SOCIETY

PAWN SHO

EMPTY THE CASH REGISTER AND GIVE ME ALL YOUR DIAMONDS, PEARLS, AND GOLD, *RIGHT NOW!*

THE *DAILY BUGLE* WAS RIGHT ABOUT YOU.

BASH

OW!

PLUNK

AND STAY DOWN, SPIDER-BURGLAR, OR I'M GONNA WRAP YOUR CROWN WITH A VINTAGE NINE-IRON!

OW! OW! OW!

YOU'RE NO MENSCH TO SOCIETY, YOU'RE A MENACE TO SOCIETY!

CLICK CLICK CLICK

HUH?

AND STAY OUT, SPIDER-PUNK!

CRASH

I'M HOME.

KCK

YOU!

SHE LOVES YOU.

OLIVIA?

YOUR GRANDFATHER ASKED ME TO MEET YOU.

HE TOLD ME HOW GREAT AND BEAUTIFUL YOU ARE AND HOW MUCH HE WISHED HE COULD EASE YOUR PAIN AND HAD THE MONEY TO PAY FOR MORE TREATMENTS.

AW, GRANDPA.

THERE ARE ONLY SO MANY PEOPLE A SUPER HERO CAN SAVE IN ONE DAY.

IT TAKES MORE TO BE A SUPER HERO THAN JUST DRESSING LIKE ONE.

THANK YOU, SPIDER-MAN.

Thank you, Stan Lee, Steve Ditko, and John Romita.

End

TriBeCa.
THE APARTMENT OF PETER PARKER.

9:12

YAAAAAAAAAAAAWN!

MAN, IT FEELS GOOD TO SLEEP IN...

OH CRAP.

I SLEPT IN!

HEY! HOLD UP!

FIGURES. ON THE EVE OF MY TRIUMPHANT RETURN TO MY ALMA MATER AS A *GUEST LECTURER*, I SPEND THE WHOLE NIGHT GETTING *POUNDED* ON BY SOME SCHNOOK WHO THINKS HE'S THE SECOND COMING OF THE *SCORPION*.

ON THE UPSIDE, HE PUNCHED LIKE *AUNT MAY*.

MAX SET THIS UP, SENDING *ME* AS *THE* REPRESENTATIVE OF HORIZON LABS, AND I'M GOING TO MISS IT!

JUST RIGHT

WRITTEN BY
JUMPIN' JOSHUA HALE FIALKOV

ART BY
NIGH-INVULNERABLE NUNO PLATI

LETTERS BY
VC's CHAOTIC CLAYTON COWLES

ELECTRIC ELIZABETH PYLE and MIGHTY MICHAEL HORWITZ
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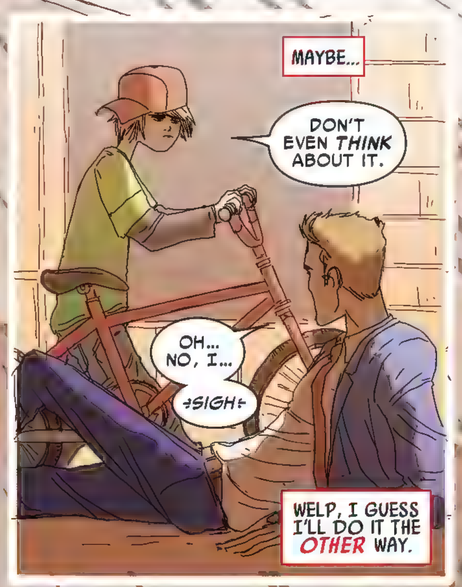

OUT OF THE WAY, FOLKS, DASHING *SUPER HERO* COMING THROUGH.

AND ABOUT TEN MINUTES AWAY FROM MISSING MY OWN LECTURE.

EVEN WHEN THINGS ARE GOING GREAT, I'M STILL SCREWING THEM UP.

YOU'RE KILLING ME, KID.

AWW...I WAS HOPING TO SEE BATM--

LOOK, MOMMY!

IT'S *SCARLET SPIDER!*

AND HE'S WEARING HIS OLD COSTUME!

I NEED TO FIRE MY PUBLICIST.

FIRST, I NEED TO GET A PUBLICIST TO FIRE.

WHO AM I KIDDING? IF BEING AN *AVENGER* DIDN'T FIX MY--

GAAAAAH!

EIGHT MINUTES TO GET TWENTY BLOCKS, AND SAVE A DAMSEL IN DISTRESS?

8:52

SURE, WHY NOT?

GET OFFA ME!

KICK

WHY NOT PICK ON SOMEBODY YOUR OWN SIZE?

OR TEN TIMES YOUR STRENGTH.

WHICHEVER YOU CAN FIND.

AND *THAT'S* WHY WE DON'T MUG LADIES IN ALLEYS.

LET ME HELP YOU UP, MA'AM.

WHO YOU CALLIN' MA'AM, DUDE?

OH, JEEZ, SORRY, YOU... SCREAM LIKE A LADY.

LOOK, I JUST THOUGHT HE WAS ATTACKING--

HE?

MAN, THAT'S MY WIFE!

Oy gevalt.

I'M SORRY, BUT, IF SHE WAS HURTING YOU...

DOMESTIC ABUSE CAN BE A SERIOUS--

I'LL SHOW YOU DOMESTIC ABUSE!

NOT IN THE FACE!

50 Seconds Later...

C'MON, PETE, YOU'VE GOT THE PROFESSOR'S NUMBER, RIGHT? JUST CALL, TELL HIM YOU'RE RUNNING LATE, NO PROBLEM.

WHY DON'T I EVER ENTER ANYBODY'S NAMES?

HERE!

HE'LL UNDERSTAND, RIGHT? I MEAN, I'M A MAX MODELL CERTIFIED GENIUS, *OF COURSE* I'M RUNNING LATE.

I'M PROBABLY INVENTING A DRUG THAT'S CURING CANCER OR SOMETHING...

ONE RINGY DINGY.

TWO RINGY DINGY.

THREE RINGY--

IS THAT... SMOKE?

PROFESSOR, I--

--AM NOT GOING TO MAKE IT. I'VE GOT A FIRE TO PUT OUT.

WHAT? I'M SORRY, YOU'RE BREAKING UP. DID YOU SAY A FIRE?

MR. PARKER? ARE YOU THERE?

WELL, THAT WOULD'VE BEEN EMBARRASSING.

NEVER FEAR, YOUR FAVORITE WALL-CRAWLER IS HERE!

AND I'M GOING FOR A GOLD MEDAL IN SAVING PEOPLE FROM A BURNING BUILDING!

I SHOULD REALLY START CHARGING FOR THIS.

F.D.N.Y.

SPIDER-MAN!

NO!

HEY, EVERYBODY, YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN IS HERE TO SAVE THE DAY...

DON'T WORRY ABOUT ME! I'VE DONE THIS A MILLION TIMES!

YOU GUYS JUST GET THAT HYDRANT OPEN AND POUR IT ON!

UH, HELLO?

EVICTED

EVICTION NOTICES... WEIRD...

THIS MUST BE SOME SORT OF INSURANCE SCAM...

WORRY NOT, FINANCIALLY STRAINED CITIZENS...

...THE MENSCH OF ALL MENSCHES IS HERE TO SAVE THE DAY!

HEY? ARE YOU OKAY?

NORMALLY MY DRAMATIC ENTRANCE LACED WITH YIDDISH-FLAVORED QUIPS GETS PEOPLE'S ATTENTION...

A MANNEQUIN?! WHAT THE--

OH. NOW I--

HERE COMES THE WATER!

HEY GUYS, YOU'RE GONNA LAUGH! I THOUGHT--

Cliffhanger

GAH!

AT LEAST I CAN SKIP THE LAUNDROMAT THIS WEEK.

50 Seconds Later...

F.D.N

OH, UH, SPIDER-MAN... THANKS SO MUCH--

I MEAN THOSE...UH... MANNEQUINS WOULD'VE GOTTEN INTO ALL SORTS OF...

THIS IS A TRAINING FIRE, ISN'T IT? CONDEMNED BUILDING.

YEAH. A CONTROLLED BURN.

UH, SPIDER-MAN...

YES, FIREMAN?

YOUR PANTS ARE ON FIRE.

GAH! SERIOUSLY?!

I GOT IT!

OY WITH THE POODLES ALREADY.

YOU'RE NOT RELATED TO WILSON FISK, ARE YOU?

MAYBE THE JUGGERNAUT?

THE RHINO?

HUH?

NEVER MIND, D'YOU THINK YOU COULD LET ME UP? I'M PRETTY SURE I'M NOT ON FIRE ANYMORE.

THANK YOU.

AND I THINK YOU HELPED GET THE WATER OUT OF MY CELL PHONE--

SIGH

DO YOU HAPPEN TO KNOW THE TIME?

10:15.

WELL, PETER, YOU'VE REALLY PULLED OUT ALL THE STOPS THIS TIME.

WHY? WHY DO I DO THIS? IT'S LIKE I SET MYSELF UP FOR DISAPPOINTMENT... OR, WORSE, COMPLETE AND ABSOLUTE FAILURE.

I WONDER IF THE SILVER SURFER HAS DAYS LIKE THIS.

MAYBE AFTER MAX FIRES ME, I COULD GET A GIG AS A HERALD.

NOT EXACTLY SURE WHAT THE PAY IS, BUT, GREAT BENEFITS...

COO

I MEAN, EVEN RIDING THROUGH THE COSMOS IN MY UNDERPANTS ON A SURFBOARD IS LESS HUMILIATING THAN THIS.

THIS IS QUITE LITERALLY THE MOST HUMILIATING THING I CAN EVEN IMAGINE.

COO

I HATE PIGEONS!

OH COME ON!

SPLOTCH

CURSE YOU, BIRD! I'LL CATCH YOU AND I'LL...

UH...

POOP ON YOU!

WINGED RATS COVERED IN DISEASES AND THE PLAQUE AND--

FLASH

NO PHOTOS!

BIRD POOP! SERIOUSLY?!?

PRICELESS!

HULLO, BEN.

THIS IS *AMAZING*...I'M GONNA PUT IT ON FFacebook AND MAKE ONE OF THOSE *MUSICAL SLIDE SHOW* THINGS...

MAYBE SET IT TO "*I BELIEVE I CAN FLY.*"

HEY!

SNAG

SMASH

OOOPS.

HEY! THAT WAS AN EXPENSIVE--

BILL ME.

JEEZ, WEBS, I FIGURED YOU' HAVIN' A SENSE OF HUMOR--

JUST NOT TODAY, BEN.

I'M SORRY, PAL, I DIDN'T MEAN NOTHIN' BY IT, JUST HAVIN' A LAUGH.

LET'S JUST PRETEND IT NEVER HAPPENED, YEAH?

YEAH, SURE, FORGET ABOUT IT.

sent to entire address book.

SUCKER.

THAT'S IT. I'M GIVING UP ON TODAY.

HOME. BED. CABLE TV.

MAYBE THERE'S A REAL HOUSEWIVES OF LATVERIA MARATHON...THAT SHOULD CHEER ME UP.

LEAVE ME ALONE!

+SOB+

SIGH.

OKAY, PARKER, THE POWER OF POSITIVE THINKING.

I BET NOTHING BAD WILL HAPPEN *AT ALL.* NOT EVEN A LITTLE.

WHO'M I KIDDING?

STOP *LYING* AND WE'LL STOP HITTING YOU!

I'M *NOT* LYING!

NOW, HOW CAN THIS POSSIBLY GO WRONG...?

OH YEAH? YOU KNOW SPIDER-MAN? THEN WHY AIN'T HE HERE TO HELP YOU?

WHA?!

HEY!

GAAAH!

YOU OKAY, KID?

SPIDER-MAN?!

GET THIS CRUD OFFA ME!

LOOK, YOU'RE PROBABLY GOING TO TURN OUT TO BE REHEARSING FOR A *PLAY* OR SOME SORT OF MYSTERIO-MADE HOLOGRAM *USED TO TRAP ME*, OR, I DON'T KNOW, THE *EVIL POWER PACK* OR SOMETHING, *BUT*, ON THE OFF-CHANCE THAT YOU REALLY ARE WHAT I THINK YOU ARE...

LEAVE THE KID ALONE, JERKS.

I CAN'T BELIEVE YOU'RE REALLY HERE.

I'M HERE WHENEVER INNOCENCE IS THREATENED, KID.

C'MON! WE WERE JUST PLAYING AROUND!

YOU WANT TO GET OUT OF HERE? GO SOME PLACE AND TALK?

YOU'RE NOT A KIDNAPPER, ARE YOU?

WHAT? NO! I'M...JEEZ... I JUST MEANT LIKE WALK OFF DRAMATICALLY LEAVING YOUR BULLY STUCK TO THE WALL.

GADZOOKS! YOU KIDS TODAY.

HEY! DON'T LEAVE ME! PLEASE!

DON'T LOOK BACK AT HIM. IT'S COOLER TO JUST WALK AWAY.

'KAY.

SO...WHAT WAS THAT ALL ABOUT BACK THERE? THEY PICK ON YOU ALL THE TIME OR...?

NO... I MEAN, YEAH... THEY...

THEY'RE JUST MEAN.

THAT WAS CONVINCING.

I, UH... TOLD THEM THAT YOU WERE MY BEST FRIEND...

OH.

IS THAT ALL?

AND THAT MY MOM WAS *SHE-HULK* AND MY DAD WAS *THE HULK* AND THAT WHEN I TURNED LIKE SIXTEEN AND MY HORMONES KICKED IN I'D TURN INTO A *SUPER HERO/MONSTER/MUTANT HYBRID*--

WHOA, WHOA, WHOA--

FIRST OFF, WHY WOULD I BE FRIENDS WITH A KID?

NO OFFENSE, BUT, I'M A GROWN MAN. THAT'D BE SUPER, SUPER WEIRD.

SECONDLY, YOU DON'T JUST SPONTANEOUSLY BECOME A MUTANT--

DIDN'T YOU GROW SIX PAIRS OF ARMS ONCE?

FAIR POINT.

SECONDLY, HULK AND SHE-HULK? THEY'RE ***COUSINS***, SO, Y'KNOW, *EWWW.*

BESIDES, WHY WOULD YOU WANT ***TWO*** HULKS? WHY NOT, LIKE, *UMM*, HERCULES AND SHE-HULK, THEN YOU GET ***BOTH*** OF THEIR POWERS, IN THEORY, RIGHT?

I'M GETTING OFF TOPIC.

YOU CAN'T JUST LIE TO PEOPLE. IT ALWAYS COMES BACK TO BITE YOU.

LOOK, HERE'S THE THING...I GET IT. I WAS LITTLE AND SCRAWNY AND GOT BEAT UP ALL THE TIME.

YOU MAKE UP STORIES, RIGHT? BUT ME? I JUST HID MYSELF IN BOOKS.

BUT, EVENTUALLY, I FOUND PEOPLE WHO LIKED ME FOR ME, Y'KNOW.

WHAT I'M SAYING IS THAT YOU DON'T NEED TO MAKE STUFF UP, YOU CAN JUST BE *YOU*, AND IN THE END... YOU WIN.

YEAH, WELL, THAT'S EASY FOR YOU TO SAY. YOU'RE SPIDER-MAN! I'M JUST DUMB OL' ***CHRIS*** FROM COLORADO SPRINGS. MY STUPID PARENTS PICKED ME UP AND MOVED ME HERE TO NEW YORK--

CHRIS, I WAS JUST A KID, TOO, AND THEN, LIFE HAPPENED TO ME.

I GOT BIT BY A SPIDER AND YOU MOVED TO NYC.

I GOT ***HOMICIDAL GOBLINS*** AND ***CLONES***, YOU GOT ***NATHAN'S HOT DOGS*** AND THE ***ANGELIKA.***

I KNOW WHAT I'D RATHER HAVE.

EITHER WAY? BIG HUGE LIFE-CHANGING STUFF. AND...A FRESH START.

YEAH, I GUESS YOU'RE RIGHT.

SO... NO MORE LYING?

NO, SIR.

DON'T CALL ME "SIR," I'M NOT THAT OLD.

SORRY.

YOU SEEM OLD.

AND WHILE I'M AT IT, YOU PROBABLY SHOULDN'T WANDER OFF WITH STRANGERS, EVEN IF THEY'RE DRESSED UP LIKE SPIDER-MAN.

OR TELL THEM YOUR NAME AND WHERE YOU'RE FROM.

JUST, Y'KNOW, IN GENERAL.

OH. YEAH. RIGHT.

ALL RIGHT THEN. TAKE CARE.

OKAY.

SEEYA.

LOOK, KID, I'VE BEEN KIND OF HAVING A LOUSY DAY. HOWSABOUT WE GO FOR A QUICK SPIN AROUND TOWN?

REALLY?

SURE.

THANK YOU, SPIDER-MAN. THAT WAS *AMAZING.*

NO PROBLEM, KIDDO.

ALTHOUGH, YOU PROBABLY SHOULDN'T TELL ANYBODY ABOUT THE BANK ROBBER. I SHOULD'VE WEBBED YOU ONTO THE WALL OR SOMETHING.

Y'KNOW, SOMETIMES I FORGET JUST HOW COOL MY LIFE CAN BE.

SO, THANKS. FOR REMINDING ME.

SURE.

I GUESS, I'LL, UM...SEE YOU AROUND?

SURE THING, CHRIS. PLEASURE MEETING YOU.

YEAH, YEAH, SAME HERE.

HEY...NOW THAT I THINK ABOUT IT, Y'KNOW WHAT'D MAKE TODAY COMPLETE?

WHAT?

ICE CREAM.

OH POOP... I THINK I LOST MY WALLET...

HEY CHRIS, OL' BUDDY, YOU GOT SOME MONEY?

YES, I DO.

ENOUGH FOR ME.

SIGH

The End.

the AMAZING SPIDER-MAIL

SEND LETTERS TO:
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C/O MARVEL COMICS
135 WEST 50TH ST.,
NYC, NY 10020

SEND E-MAIL TO
SPIDEYOFFICE@MARVEL.COM
(PLEASE MARK AS "OKAY TO PRINT")

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Fifty years ago...John F. Kennedy was President.

Fifty years ago...The Beatles still hadn't released their first hit song.

Fifty years ago...the NY Mets were in the middle of their very first (and very terrible) baseball season.

Fifty years ago...the "quasar" was first identified by John Bolton.

Fifty years ago...the actress Marilyn Monroe died.

Fifty years ago...NASA launched the Mariner 2 probe to explore Venus.

Fifty years ago...the Cuban Missile Crisis terrified the world.

Fifty years ago...the World's Greatest Super Hero was unleashed in the pages of Amazing Fantasy #15.*

***Comic historians will point out that AF #15 was actually "cover-dated" August, so the issue actually went on sale in June most likely, but we've chosen August as the date that most long-time fans recognize as the Anniversary. Besides we had a big Lizard story to get to in June and who has time to be pedantic when the Lizard is chasing after you?!**

Although this is the 692nd issue of "Amazing Spider-Man," when you count all the issues of Spidey's various ongoing series (and exclude one-shots, mini-series, stories outside regular Marvel continuity, and odd numbered issues like #0 issues and POINT ONEs), this is -- at least by super-intern Devin Lewis' count -- the 1,757th comic Marvel has published featuring the ongoing drama of Peter Parker. That's a lot of thwips!

With 1,757 swings at the plate, there've been plenty of great Spidey issues (and, sure, even some lousy ones), but what's been consistent in every issue is the level of talent, heart and dedication that the men and women on this book have brought with them. We started this whole shebang with Stan, Steve, Artie and Jazzy John, but it's continued thanks to many others.

Through the years, the character has been guided by some of the greatest talent in the history of the comic medium. For this Fiftieth Anniversary, I want to just take a moment to say a massive "Thank You" to the giants whose shoulders we stand on (well I do more of a half-sitting/half-kneeling thing) each and every issue.

Truth is, though, there are lots of comics who have had great creative teams guiding the destinies of our favorite heroes. What's made the difference in Spidey's case is, without a doubt, the fans.

From comics to television to novels to newspaper strips to toys to movies to Broadway, Spidey's fans are sensational, spectacular, and downright amazing group.

From kids to adults worldwide, no character in history has ever reached a wider, more diverse audience. You want to waste a day? Try to find someone anywhere who has never at least heard of Spider-Man. They're a rare breed.

So to commemorate the passion of Spidey readers around the world who have supported the wall-crawler for five decades, I've turned to two of the proudest and loudest Spidey fanatics around to share their love and passion. Take it away, boys!

It was 1975, I was an 8 year old kid riding his bike past the local 7-11, and I saw the sign that would change my life forever:

Spider-Man was coming to town.

That Saturday.

To sign comic books.

I loved Spidey. I raced home every day after school to watch reruns of the old '67 cartoons. And I knew what comics were, because my cousin collected them. But I never owned any. And now I HAD to have one, because I HAD to meet Spider-Man.

That night, the second my dad came home from his long commute, I was all over him. Pleading for a quarter so I could buy a Spider-Man comic. Dad asked if I was old enough to start doing chores around the house. Because if I was, I was old enough to get an allowance. A quarter a week. But he started me out with two--so I could have TWO comics for Spider-Man to sign.

I went back to the store extra early and pored over the spinner rack, looking for the two PERFECT Spider-Man comics. Those were MARVEL TALES #63 and MARVEL TEAM-UP #38. And then I camped out on the stoop, because I wanted to see Spider-Man swing in. I kid you not. I sat on the curb and kept looking up. Over time I got worried, because it was suburban California—there were NO tall buildings—so there was nothing for Spidey to stick a web to. I didn't know HOW he was going to get there.

And then it happened. The moment that sealed my fate and made me a Spidey fan for life. If you can imagine a couple of guys in the 70's who had access to a Spider-Man costume than this will make perfect sense. You could see the freeway and the off ramp from the 7-11, and there was a red pickup racing along, with Spider-Man--standing arms akimbo--in the bed of the truck. People who were stuck in traffic were cheering him on. It was surreal.

And the pickup drove down the exit, rolled into the parking lot, and—for my benefit alone-- that crazy 70's guy in his Spider-Man suit, leapt out the back of the truck, landed in a spidery crouch, straightened himself up, and walked into that 7-11 like it was something he did ALL the time.

And I bought it. I believed. And he was great. He stayed in character, signed my books, and that was it for me. Spidey. Fan. For life.

It's 37 years later, and since then I've given tours of the Marvel Offices WITH Spidey (he says "Hi" by the way), written video game dialogue for Stan Lee and four of TV's animated Spider-Men, worked with the talented writers, artists, and editors of the Brand New Day team—and now the Big Time team. And look, we're here, on the 50th Anniversary issue...and it's all 'cause of you guys.

We get the honor and the privilege to be at this very special moment in Spidey history—and Humberto, Victor, Edgar, Chris, Ellie, and Steve, we all want you to know that we're very grateful for your patronage and your support. Thank you for letting us have these dream jobs.

See you in another 50! Thwip thwip!

Dan Slott
High above New York City

Dear ASM crew,

Wow! Fifty years of Spider-Man.

Though I've only been a serious reader of Spidey and comics in general for about a decade, without a doubt Spider-Man was the character that first drew me into the world of super heroes and brought me back after a brief hiatus from reading comics.

Like a lot of people my age, my earliest memories of the web-slinger probably came from the 90's cartoon. Maybe some things like the animation limits don't hold up that well, but for my money it's still a quintessential Spidey adaptation with some of the best storytelling and characterizations. (Some perfect casting as well like Ed Asner as J. Jonah Jameson who is right up there with JK Simmons in my opinion.) Plus it was pretty much the gateway drug that introduced me to the rest of the crazy world of Marvel like Doctor Strange, Blade, and Daredevil.

Over the years, my interest in Spidey started to wane until the release of the Sam Raimi Spider-Man film in 2002.Suddenly my childhood love of the character came flooding back and a renewed interest in comics. I immediately got a Marvel subscription to the Amazing Spider-Man title starting with issue #482 of the JMS/John Romita Jr. run

and I have not stopped reading and collecting since.

It's hard to pinpoint precisely what the draw to Spider-Man is out of all the supe heroes, but I think one of the reasons is, like Peter, we all at some point in our lives can't help but feel like a small bug in a big world… especially those of us who have ever been a bit of a social misfit or outsider. Spidey has come a long way since his early days as that the shy introverted kid in Amazing Fantasy #15 and has really come into his own as both a person and a hero in the Marvel Universe.

The costume itself is also probably one of the most iconic outfits in comics that allows practically anyone to project themselves onto Spidey. As great as that original Stan Lee and Steve Ditko costume is, readers can't help but enjoy when a new variant or look does pop for however length of time. I've made it no secret that I have a strong love of the Bombastic Bag-Man costume, going so far as to dress up as Bag-Man for Halloween. But whatever the look may be, the hero inside will always remain true.

There's never been a better time to be a Spidey fan thanks hugely to what all of you guys at "Spidey Sentral" have accomplished in the last few years starting with Brand New Day and the work of the various Web-heads to Dan Slott's solo run as writer with "Big Time". It's all been a seamless and natural progression of everything that's come before.

Villains in particular, both new and old, have really stepped up and offer serious challenges to Spidey. The best villains are usually ones that are dark reflections of the hero and the "Great Power/Responsibility" adage, which is why Phil Urich has quickly become my favorite person to take on the Hobgoblin mantle. Same thing with Flash Thompson as the new Venom. It's funny because when Mac Gargan/Scorpion got the symbiote I kept waiting for Eddie Brock to reclaim it, but now that Flash has it I never want to see anyone BUT Flash be Venom.

You guys have not let up and that's why I can't wait for what's coming up for the end of the year and beyond. As NYC citizens know well, 2013 is a mayoral election year, so I'm eager to see how this plays out within the pages for everyone's favorite skinflint JJJ. (I personally am holding out for the long awaited return of my favorite new Spidey villain: Paper Doll. What's taking so long, Dan!?)

So here's to the first Fifty years of Spidey and --with any luck--Fifty more! You guys at Spidey Sentral keep making 'em, and I'll keep reading 'em!

Taimur Dar
a.k.a. Your Friendly Neighborhood Spidey616

And here's to fans like you, Taimur. Thank you for your almost daily support of the book. We appreciate all the terrific fans out there across the world and across the internet.

Whether people love what we're doing or loathe it with the white hot intensity of Brevoort's pastrami filled beard, there's no doubting or denying the intense passion Spidey brings out in otherwise well-mannered people.

On behalf of Dan, Humberto, Victor, Edgar, Chris, Manny, Stefano, Cammo, Klaus, Frankie, Brennan, Ellie, Brevoort, Axel, Joe Q., and the rest of the folks here in Spidey-land…I can honestly say we love ya all (but not in THAT way!)

And with that, I think we're done. It's back to regular business next issue with part two of our Alpha story and the continuing drama that is going to build all around Spidey culminating in the sure-to-be-disastrous ASM #700 in December.

Fifty years in … and we're goin' out with a bang!

Viva Flo!
Simperin' Steve

MARVEL

693

50 YEARS OF SPIDER-MAN

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A MARVEL/HORIZON PRODUCTION

ALPHA

...ONLY HERO

THERE.

I FIXED IT FOR YOU.

DIRECTED BY HUMBERTO RAMOS

HAPPY BIRTHDAY OLD MAN!
RAMOS
2012

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FINAL

DAILY BUGLE®

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INSIDE: NELSON AND MURDOCK STILL AT ODDS! BROOKLYN AVENGERS: BROOKLYN ASSEMBLE! VENOM GETS BURNED!

ALPHA MALE

The newest heroic sensation in New York today is Alpha! Claiming to be the top dog in the super hero scene, Alpha easily defeated a tremendous monster that was even giving Spider-Man and the Fantastic Four some trouble.

JUST WHAT ARE PARKER PARTICLES?

Discovered by Horizon Labs scientist Peter Parker, "Parker Particles" are a special kind of molecule that tap into the limitless potential of the universe. Rumors are swirling that exposure to these particles gave Alpha his incredible powers.

ADVERTISEMENT

alpha
The aPhone

ALPHA-FAST!
AND ALPHA-TOUGH!

HORIZON

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EASY, SUE, ALMOST THERE. GOOD. DRILL CAR ONE IS SECURE.

BEN, BRING DRILL CAR TWO AROUND TO GIGANTO'S RIGHT SHOULDER...

LOOKS LIKE *ALPHA'S* WORK HERE IS DONE. I'LL LEAVE THE CLEANING UP TO THE PROFESSIONALS.

KID, TWO THINGS.

ONE, *NEVER* TALK ABOUT YOURSELF IN THE THIRD PERSON...

...SAYS *"YOUR FRIENDLY NEIGHTBORHOOD SPIDER-MAN."*

...REPORTING LIVE FROM YANCY STREET, WHERE TEEN SENSATION *ALPHA* SINGLE-HANDEDLY DEFEATED ONE OF THE *FANTASTIC FOUR'S* MOST FEARSOME FOES.

ALPHA'S SIDEKICK, *SPIDER-MAN,* WAS ON HAND TO ADD A BIT OF COLOR AND PROVIDE MORAL SUPPORT.

alpha

PART 2: THAT SOMETHING SPECIAL

AND TWO, THIS IS A *TEAM* EFFORT. YOU CAN'T JUST TAKE OFF WHENEVER YOU FEEL--

SORRY, DIDN'T CATCH THAT. ANYHOO...

SCHOOL NIGHT. GOTTA GO.

PLACES TO SEE. PEOPLE TO DO.

ZZZOW

SO THIS KID YOU'RE SIDEKICKING FOR--

HE'S THE SIDEKICK.

BRASH. IMPULSIVE. KINDA LIKE *ME* AT THAT AGE, RIGHT?

WELL, NOW IT'S OFFICIAL, JOHNNY.

WHAT?

I HATE HIM.

ALL RIGHT, STRETCHO, WE'RE GOOD TO GO.

EXCELLENT WORK, BEN. YOU AND JOHNNY TAKE CAR TWO.

SUE AND I WILL BE IN CAR ONE. WE SHOULD REACH SUBTERRANEA IN UNDER THREE HOURS.

HEY, REED, WHAT ABOUT YOURS TRULY? WHERE DO YOU WANT ME?

HERE.
WHAT? BUT SUBTERRANEA...
YOU MIGHT RUN INTO THE *MOLE MAN* AND *MOLOIDS* AND OTHER MOLE-RELATED THINGIES.
I COULD LEND A HAND. SHOOT SOME WEBS. AND DON'T FORGET ABOUT MY ALWAYS USEFUL *SPIDER-SENSE.* PERFECT FOR ANY--
NO. YOU HAVE MORE IMPORTANT THINGS TO DO.
THAT BOY TOOK OUT GIGANTO. WITH *ONE* PUNCH. AND HIS POWER'S *GROWING.*
HE IS THE *ONLY* ALPHA-LEVEL THREAT IN EXISTENCE--
BUT--
--AND HE'S *YOUR* RESPONSIBILITY.
SO THAT'S IT THEN? FROM NOW ON I'M JUST SOME KINDA GLORIFIED BABYSITTER?
NONSENSE. BABY-SITTERS GET *PAID.*
PERFECT.
TIMES LIKE THIS, I NEED A SHOULDER TO CRY ON.
AND THERE'S ONLY ONE PERSON I KNOW WHO GETS EVERYTHING I'M GOING THROUGH--
--IN *AND* OUT OF MY SPANDEX. HOPE SHE'S IN.
HEY, PETE. WELCOME BACK TO MJ'S. WHAT CAN I GET YA?
HI, KIM. CAN YOU POUR ME A--
NOTHING FOR MR. PARKER. HE'S ON CALL.
MOVE OVER. I'VE GOT THIS.
WAIT. YOU SAID HE WAS A SCIENTIST. HOW CAN HE BE *"ON CALL?"*
TRUST ME. PETER PARKER IS *ALWAYS* ON CALL.
I WAS GONNA SAY *"CUP A' COFFEE."* SHEESH.

OKAY, TIGER...

...TELL ME YOUR TROUBLES.

SPILL.

WHAT YOU SAID EARLIER. ABOUT ALPHA. YOU WERE RIGHT.

I LOOK AT HIM, AND I DON'T SEE A YOUNG JOHNNY STORM.

OR SOME SUPER-POWERED, BOY-VERSION OF LINDSAY LOHAN.

I SEE *ME*. AND EVERYTHING I *WOULD* HAVE BECOME IF NOT FOR--

YOU KNOW.

IF YOUR UNCLE BEN HADN'T DIED?

YEAH.

PETER PARKER, YOU'RE NOT WHO YOU ARE BECAUSE YOUR UNCLE BEN *DIED*.

YOU'RE WHO YOU ARE BECAUSE YOUR UNCLE BEN *LIVED*.

ALL THE GIFTS HE GAVE YOU, EVERYTHING YOU NEEDED, WAS ALREADY IN THERE.

I'D *LIKE* TO BELIEVE THAT, MJ. I WOULD.

BUT C'MON, HAVE YOU EVER MET ANYONE MORE SELF-CENTERED THAN *ME*?

INSIDE I KNOW. IF IT WASN'T FOR THAT *ONE* NIGHT. THAT TRAGEDY...

...I WOULDN'T'VE SPENT THE REST OF MY LIFE WORRYING ABOUT LOSING EVERYBODY ELSE. HIDING BEHIND A MASK SO I COULD PROTECT--

CAN'T BELIEVE IT. I DID IT AGAIN.

I GOTTA GO.

SUDDENLY? JUST LIKE OLD TIMES.

GOT SO WRAPPED UP IN THE ME-ME-ME OF IT ALL, I DIDN'T STOP TO THINK...

ALPHA DOESN'T HAVE A MASK.

THE WHOLE WORLD. EVERYONE KNOWS WHO ANDY IS!

AND NOW HE'S NOT JUST SOME CELEBRITY--SOME KID ON A COMMERCIAL. HE'S THE REAL THING.

CAN'T BELIEVE THIS'S HAPPENING!

I'M DATING A *SUPER HERO!*

NO. I AM DATING *THE* SUPER HERO.

BETTER THAN *ALL* THE FF COMBINED.

AND SPIDER-MAN--*IS*--HIS--*SIDEKICK!*

OKAY. CALM DOWN. DEEP BREATH.

AHH!

I'M LOIS LANE!

FATHER? I'M CONFUSED. I THOUGHT LOIS LANE WAS "*POP CULTURE.*" A FICTIONAL CHARACTER.

SHE IS. THE GIRL WAS DRAWING AN ANALOGY, PRINCESS.

AH. SHOULD WE KILL HER?

NO. WAIT.

NOK NOK

HI, MR. MAGUIRE. IS ALPHA HOME? IT'S CHRISSY.

CHRISSY?

LET HER IN.

IT'S THE GIRL WHO RUNS ALPHA'S WEBSITE.

JOAN, DID YOU HIRE HER?

IT'S A FAN SITE. GETS A *LOT* OF TRAFFIC. IT'S GOOD FOR US.

BUT IS IT *MONETIZED?* 'CAUSE IF IT IS--

RAY. ALICE. I'M ON TOP OF THIS.

IT'S OKAY. I KNOW THE WAY.

OHMIGOD! ANDY, YOU WERE *AMAZING* LAST NIGHT!

YOU *HAVE* TO TELL ME ALL ABOUT IT!

WHAT'S THE HUMAN TORCH REALLY--

--LIKE?

CHRISSY, WAIT! THIS ISN'T WHAT--

OKAY, THIS IS EXACTLY WHAT IT LOOKS LIKE.

BUT I CAN EXPLAIN--

YOU CAN EXPLAIN PAULA LAKE?!

SHE CAME OVER. AND WELL...

C'MON. SHE'S A *CHEERLEADER.*

GO TO HELL!

...*AAAAND* THERE GOES THE WEB-PAGE.

WAIT. HE HAS *ANOTHER* GIRL UP THERE?

AH. EXCUSE ME. DOES *ANDREW MAGUIRE* LIVE HERE?

I'M *DR. WARREN.* AND MY GIRL, *PRINCESS,* HERE IS A BIG ALPHA FAN.

HUGE.

DYING TO MEET HIM.

THIS IS GETTING RIDICULOUS. IT'S LIKE A REVOLVING DOOR IN HERE.

JOAN, WHEN YOU MOVE US INTO THE CITY WE'RE GOING TO NEED SECURITY.

AGREED. AND HAVE A TALK WITH YOUR SON.

OR YOU'RE GONNA HAVE A LOT OF BIEBER-STYLE PATERNITY SUITS ON YOUR HANDS.

HSSS

NOW YOU'VE DONE IT.

YOU UPSET PRINCESS.

AHHH

WHAT'S GOING ON DOWN--

MOM! DAD!

THAT'S IT! WHATEVER YOU ARE, YOU ARE *SO* IN FOR IT! YOU'RE FACING *ALPHA* NOW!

ZAK

AH!

STAY BACK. OR DO SOMETHING USEFUL.

LIKE WHAT?

I DUNNO. A *CHEER?* THAT'D ACTUALLY BE KINDA COOL.

OH, ALPHA!

SO STRONG, SO BRAVE...

...SO STUPID!

HAKK AKK AKK

UNH!

TEK

TIK

I SWEAR, IT'S LIKE THE BOY DOESN'T KNOW HIS *OWN* POWERS.

HE CAN ONLY USE *ONE* AT A TIME. GO WITH THE ZAPPY-HANDS, THAT MEANS *NO* FORCE FIELD.

ROOKIE MISTAKE.

AGREED. IF YOU ASK ME...

...I BLAME HIS TEACHER.

CLEARLY SOMEONE WASN'T PAYING THEIR JOB

Later...

DOOR'S OPEN. SIGNS OF A STRUGGLE. AND *THIS*...ORGANIC WEBBING. LIKE I USED TO HAVE.

THAT NARROWS IT DOWN. AND SINCE IT HASN'T DISSOLVED YET...

...WHOEVER ABDUCTED ALPHA AND HIS FAMILY DID THIS LESS THAN AN HOUR AGO.

IF ONLY I'D GOTTEN HERE SOONER. LUCKILY, SOMEONE WAS *ALREADY* ON THE SCENE.

FRANKIE KOLLINS, MY FAVORITE *PAPARAZZO*.

COPS SAY YOU WERE HIDING IN THE BUSHES, GOT THE WHOLE THING ON FILM. WHAT HAPPENED?

YOU SAW THE WEBS. WHATTYA THINK? SOMEONE WITH *SPIDER-POWERS* TOOK 'EM ALL AWAY.

SEE ASM #560 -BRAND NEW STEVE

HEY, DON'T LOOK AT ME, I HAD NOTHING TO DO WITH--

SURE YOU DID. BUT NOT LIKE THAT.

I'VE SEEN YA *PREPPING* THE KID. TURNING HIM INTO A SUPER HERO-- MAKING HIM AN *A-LIST* CELEB.

FACE IT, WALL-CRAWLER, *YOU'RE* THE ONE WHO PAINTED A TARGET ON THAT BOY-- AND EVERYONE AROUND HIM.

NOTHING IS WORSE THAN WHEN A SNAKE LIKE FRANKIE IS RIGHT, BUT...

...END OF THE DAY, THIS *IS* ALL ON ME.

GIVEN THIS RECENT TURN OF EVENTS...

...YOU CAN ADD *CHILD ENDANGERMENT* TO THE GROWING LIST OF GRIEVANCES THE MAYOR'S OFFICE HAS WITH YOU, MR. MODELL.

HORIZON

MS. GRANT, I ASSURE YOU, WE ONLY EVER INTENDED FOR ANDREW TO BE A GLORIFIED MASCOT.

NOT TO BE IN HARM'S WAY--

BY THAT YOU MEAN *AFTER* THE INDUSTRIAL ACCIDENT WHICH COULD HAVE *KILLED* HIM?

MAX, DON'T ANSWER THAT.

THIS ISN'T GOING WELL. JONAH'S GOING TO SHUT THIS PLACE DOWN, ISN'T HE?

AND PETER WILL LOSE HIS DREAM JOB.

EASY, MAY. I'LL HAVE A WORD WITH MY SON. MAYBE I CAN TALK SOME SENSE INTO HIM.

JAY...

MR. JAMESON, I DON'T THINK YOU UNDERSTAND THE GRAVITY OF THIS SITUATION...

I DO, GLORY...

...AND FOR THE RECORD, THIS IS *ALL* MY FAULT. JONAH SHOULD LEAVE EVERYONE ELSE OUT OF IT.

PETER! THIS IS SERIOUS. YOU CAN'T SHOULDER ALL THIS RESPONSIBILITY YOURSELF--

YES. I CAN, AUNT MAY. THAT'S--WHAT I DO.

WHAT ARE YOU GUYS DOING HERE?

WE TRIED YOUR APARTMENT, YOU WEREN'T THERE. SO...

YOU'VE BEEN SO BUSY, PETER. WE THOUGHT WE'D GET OUT OF THE WAY. TAKE AN EARLIER FLIGHT BACK TO BOSTON.

BUT IF YOU *NEED* US HERE...

NO. YOU SHOULD GO. I GOTTA FOCUS ON THIS. IT'S *MY* MESS, I HAVE TO CLEAN IT UP.

AND I THINK I FIGURED OUT HOW TO HELP FIND THE BOY AND HIS FAMILY.

MY BOY. I RAISED YOU RIGHT, DIDN'T I?

YES, MA'AM.

I'LL SEE YOU BEFORE YOU GO. I PROMISE.

PETER? YOU SAID YOU KNOW HOW TO LOCATE ANDREW?

IT'S THE *ALPHA-ENERGY*. THERE HAS TO BE A WAY TO RIG UP A TRACKING DEVICE.

CAN I HELP?

PLEASE.

THIS IS VERY TRICKY.

ONE OF THE UNIQUE PROPERTIES OF ALPHA-ENERGY IS THAT IT *DOESN'T* LEAVE A RESIDUAL TRAIL.

IT'S SO WONDERFULLY CLEAN AND ENVIRONMENTALLY SAFE. I HAD SUCH HIGH HOPES FOR IT.

SORRY. UM, MR. MODELL?

I'VE GIVEN IT A LOT OF THOUGHT. AND ONCE WE'VE FOUND ANDY AND THE OTHERS...

...I SHOULD PROBABLY LEAVE HORIZON LABS.

WHY?

ALL THE TROUBLE YOU'VE HAD RECENTLY-- IT'S BEEN 'CAUSE OF *ME* OR MY RELATIONSHIP WITH SPIDER-MAN.

ALPHA. THE DISRUPTION OF MORBIUS' DRUG TRIALS. WHEN I DIDN'T DOUBLE-CHECK GRADY'S TIME DOOR.

YOU'D *ALL* BE BETTER OFF WITHOUT ME.

PETER, YOU'VE GIVEN HORIZON SOME OF ITS *BEST* INVENTIONS.

AND AS FAR AS YOUR *"RELATIONSHIP"* WITH SPIDER-MAN GOES...

...BECAUSE OF IT *WE* STOPPED A VIRUS FROM INFECTING THE CITY. *WE* LOCATED DOC OCK'S SECRET BASE BEFORE HE COULD DESTROY THE WORLD.

THANKS TO THE TWO OF YOU, WE'RE NO LONGER *JUST* A PLACE THAT MAKES TECH.

WE GET TO BE *HEROES.*

I WOULDN'T TRADE THAT FOR ANYTHING. NOW, IF YOU DON'T MIND, I'D LIKE TO FINISH THIS BUILD...

...AND HELP SPIDER-MAN SAVE THE DAY. *AGAIN.* YOU WITH ME?

YOU GOT IT, COACH!

LET'S HOPE THIS WORKS.

WE TOOK ORGANIC FIBERS FROM CLOTHES ANDY WAS WEARING WHEN HE WAS FIRST HIT BY ALPHA-ENERGY...

...AND SPLICED 'EM INTO MY "*FRIEND*" SPIDER-MAN'S SPIDER-TRACER TECHNOLOGY.

THE SIMILAR CHARGE SHOULD LEAD ME RIGHT TO HIM.

B-DEEP B-DEEP

BINGO!

...LUCKY TO HAVE PEOPLE LIKE MAX MODELL IN MY LIFE.

AND ROLE MODELS LIKE CAPTAIN STACY, UNCLE BEN, AND AUNT MAY.

END OF THE DAY, IT'S NOT ANY RADIOACTIVE SPIDER BITE THAT'S MADE ME SPIDER-MAN...

NEVER COULD'VE PIECED THIS TOGETHER WITHOUT MAX'S HELP.

I'M LUCKY...

B-DEEP B-DEEP

...IT'S TRYING TO LIVE UP TO THEIR EXAMPLES--TO BE A PERSON THEY'D BE PROUD OF.

MJ'S RIGHT. *THAT'S* WHAT'S MISSING WITH ALPHA. AND MAYBE...

...IF WE GET THROUGH THIS, AND I PLAY MY PART RIGHT, I CAN BE THAT KIND OF PERSON FOR HIM.

HMM. ABANDONED SCHOOL IN BROOKLYN.

B-DEEP B-DEEP

OY. WHY CAN'T BAD GUYS EVER HAVE A SECRET LAIR THAT *DOESN'T* REQUIRE A TETANUS SHOT?

WHOEVER DID THIS COULD TAKE OUT ALPHA. THAT'S PRETTY HARDCORE.

MAYBE I SHOULD CALL IN SOME AVENGER-Y BACKUP?

HM. NO RECEPTION.

MUST BE IN A *DEAD ZONE* OR--

HSSSAH!

AAAND SPEAKING OF RECEPTION.

LADIES? YOU DO KNOW I HAVE *SPIDER-SENSE,* RIGHT?

KLIKK KIKK IK!

THOK

WAP

FWAK

B-DEEP B-DEEP

AND *SPIDER-FU!* CAN'T OVERLOOK THE FU!

WORKS GREAT AGAINST *ALL* SPIDER-BASED BAD-GUYS...

AND *ANY* SPIDERY-ATTACK...

HAKK

...THEY CAN DISH...

TEK

KLIK IKK IKK!

...OUT.

"WHAT ARE THOSE THINGS...?"

WHO ARE YOU? WHY ARE YOU *DOING* THIS?!

WHAT DO YOU WANT FROM ME?

SO MANY QUESTIONS, MR. MAGUIRE. NEXT TIME RAISE YOUR *HAND.*

SORRY. MY BAD. FORGOT ABOUT THE *CARBONADIUM* SHACKLES AND THE WHITE SOUND HELMET.

ACTUALLY, IT'S IMPRESSIVE YOU CAN EVEN TALK.

WELL, DEAR BOY, I AM DR. *MILES WARREN,* ALSO KNOWN AS THE *JACKAL.*

AND I'M HERE TO MAKE YOUR DREAM COME TRUE. I'M GONNA PUT YOUR FACE *EVERYWHERE.*

YOU SEE, I'M GOING TO USE YOU-- OR RATHER YOUR *CLONES*--TO POPULATE THE EARTH--

--*MY* EARTH. A PERFECT WORLD OF ALPHA-MALES.

HA HA HA HA HA!

TZEE TZEE TZEEE

AND WHAT DO WE HAVE HERE?

WHY IT'S ONE OF MY OLD STUDENTS. LATE TO CLASS *AGAIN.*

YOU'LL HAVE TO GET NOTES FROM SOMEONE ELSE. I'M *NOT* STARTING OVER.

OH HOW CAN I STAY MAD AT MY *STAR PUPIL?*

ESPECIALLY WHEN YOU MADE *ALL* OF THIS POSSIBLE, MR. PARKER.

J-JACKAL. WHAT DO YOU--

WHEN YOU CREATED ALPHA, YOU "*OUT-MAD-SCIENCED*" ME.

THIS FAILURE OF YOURS HAS TOPPED ***ALL*** OF MY SUCCESSES.

AH! THE STUDENT HAS BECOME THE ***MASTER.***

EXCEPT FOR THE PART WHERE MY ***SPIDERZONS*** TOOK YOU OUT ON THE PLAYGROUND AND SCHOOLED YA.

WHAT'S UP WITH THAT?

WAIT. THEIR STINGERS ARE BASED ON SPIDER-BIOLOGY. THEY SHOULDN'T HAVE WORKED ON YOU AT ALL...

PSST. HEY, TEACH. GUESS WHAT?

ACTING!

SOLVED

EYEWWW!

HOLY MOTHER OF--

UGH!

WHAT IS--? AND IT SMELLS!

IS THAT PART OF A PANCREAS?

CLONE.

PLEASE, WHEN IT COMES TO ADVANCED SLUGFEST 101, I *ALWAYS* SEND IN A SUBSTITUTE.

IT'S A PRETTY SAFE BET THIS ISN'T EVEN *ME* RIGHT NOW.

BUT YOU KNOW WHAT *IS* REAL?

MY FIRST BATCH OF ALPHAS.

BEHOLD! A NEW RACE OF KINGS TO GO WITH MY GENETICALLY ENHANCED *SPIDER QUEENS.*

AN UNSTOPPABLE *ARMY* OF THE MOST POWERFUL BEINGS ON THE PLANET AND...

PSSSSSS

TZEE

NO...

...MINE TO CONTROL!

SO NOT GOOD.

THIS IS LIKE CLONING *MOLECULE MAN, DARK PHOENIX,* OR THE *BEYONDER!*

ONE ALPHA WAS BAD ENOUGH, BUT *THIS?* IT'S END OF THE WORLD TIME!

GNHH! YOU CAN'T *DO* THIS!

WON'T *LET YOU--!* AHH!

TZEE

AND HERE ENDETH THE LESSON.

GOODBYE, SPIDER-MAN.

ALPHA-MALES...

DESTROY HIM!

?
?
?
?
?
?
WHAT? WHY'RE YOU JUST *STANDING* THERE!
MAKE WITH THE JAZZ HANDS! DO THE *ZAPPY-THING!*
OH.
SHOOT.
THE ALPHA-ENERGY DIDN'T ALTER THE BRAT'S DNA. IT CAN'T BE CLONED, I GUESS.
AH, WELL... ON TO *PLAN B.*
HATE IT WHENEVER THEY SAY "*PLAN B.*"
THAT'S SUPER VILLAIN CODE FOR "*BLOW EVERYTHING UP.*"
ANDY! HANG ON!
I'M GETTING YOU OUT OF THAT THING!
HURRY...
TZEEE
OH NO YOU DON'T. THAT IS *NOT* ON THE SYLLABUS.
PRINCESS, QUEEN-CLONES, DO US A FAVOR...
...*EAT THE HOSTAGES.*
HSSS
DAMN IT! CAN'T LET THAT HAPPEN.
WARREN KNOWS ME *WAY* TOO WELL-- AND JUST HOW TO PLAY ME.
AND *THIS* IS WHY I NEED TO GET NEW VILLAINS...
FINE. IF THE ALPHA-ENERGY CAN'T BE *DUPLICATED*...
...I'LL JUST HAVE TO *HARVEST* IT...

...FROM THE HOST ORGANISM!

VZHOOM

ARGHH!

OH NO! I KNOW HOW ALPHA'S POWER WORKS. IT'S *MY* SCIENCE THAT CREATED IT!

I'VE LOOKED INTO REMOVING IT FROM ANDY--AND IT *CAN'T* BE DONE!

NOT WITHOUT *KILLING HIM!*

ALPHA!

ANDY, YOU GOTTA *HELP* ME, KID! I CAN'T DO THIS ALONE!

I KNOW WHAT YOU'RE GOING THROUGH. YOU'RE HURTING, TIRED, AND IT'D BE SO EASY TO GIVE UP. BUT YOU *CAN'T!*

TRUST ME! WHEN YOU'RE TRAPPED UNDER SOME BIG, HEAVY THING--

--THAT'S WHEN YOU *DIG DEEP!*

YOUR FRIENDS AND FAMILY ARE HERE AND THEY *NEED* YOU! DO IT FOR THEM!

C'MON, HERO UP! WHOLE WORLD'S COUNTING ON *YOU!*

IF THE JACKAL GETS AHOLD OF THAT ALPHA-ENERGY--IF HE PULLS IT OUT OF YOU--

NO!

CAN'T--LET--THAT--HAPPEN--

GRAHH!

ZEITGEIST

IT'S THE ONE THING--

--THE *ONLY* THING THAT MAKES ME SPECIAL.

NO ONE'S TAKING IT FROM ME. I'D RATHER DIE.

NO. THAT'S NOT WHAT I WAS TRYING TO--

WITHOUT IT I'M A *NOBODY!*

NO BETTER THAN THESE STUPID, WORTHLESS *THINGS!*

SPLINTER

DEAR GOD...

OH GROW UP, YOU BIG BABY. THEY'RE JUST BIG GLOBS OF CLONE GOO.

SIGH. WASTE OF A PERFECTLY GOOD MORNING.

GUESS IT'S *"BIG RED BUTTON TIME."*

AND SPIDER-MAN? BE SURE TO LET YOUR BOY WONDER KNOW...

...THIS IS GOING ON HIS PERMANENT RECORD.

CLICK

ICK! NO. SORRY. THAT IS *STILL* WRONG.

JACKAL. "*PRINCESS.*" ALL OF 'EM. THAT'S IT?

SELLOUT

SO WE WON?

YEAH. WE "*WON.*"

AND I MUST ***NEVER*** TELL KAINE ABOUT THIS. EVER.

EASY. HAVE YOU ALL FREE IN A SECOND.

SO THAT'S THE CHEERLEADER. THE PARENTS. AND YOU'RE...?

CONWAY.

JOAN CONWAY. HIS LAWYER. AND AGENT.

ANDY, THAT WAS INCREDIBLE. YOU SAVED US.

I DON'T KNOW HOW I COULD EVER--

LATER.

SON, WE'RE SORRY.

WE SHOULD STOP. IT'S TOO RISKY AND IT'S NOT WORTH IT. NOT IF IT MEANS--

SAVE IT.

THINK I UNDERSTAND NOW. I WAS GETTING CAUGHT UP IN ALL THE LITTLE THINGS MY POWERS COULD GET ME.

BUT I KNOW I'VE STILL GOT A LOT TO LEARN. IF YOU'RE WILLING TO TEACH ME.

ALL RIGHT, KID. ***ONE*** MORE SHOT. BUT REMEMBER, THERE ARE ***RULES.***

YOU DO WHAT I SAY AT ALL TI--

NOT TALKING TO YOU.

JOAN, IT LOOKS LIKE I'M THE MOST SPECIAL THING IN THE WHOLE WORLD.

I SHOULD BE SETTING MY SIGHTS WAY HIGHER. CAN YOU MAKE IT HAPPEN?

FOR FIFTEEN PERCENT.

OF COURSE.

"THE YOUNG, SUPER-STAR, BAD-BOY HAS EMANCIPATED HIMSELF FROM HIS PARENTS...

"...MOVED INTO HIS OWN MANHATTAN PENTHOUSE, AND IS NOW IN CONTROL OF HIS OWN FORTUNE."

THIS WEEK

Spider-Man FLYING SOLO!

UNDER COVER INSIDE

CAN YOU BELIEVE THIS KID?

ASK ME, WHAT HE NEEDS IS A GOOD BENJAMIN GRIMM TRADEMARKED *CLOBBERIN'*!

I SAY THE BALL IS STILL IN SPIDER-MAN'S COURT. HE CAN *DO* THIS.

HE JUST NEEDS TO *TAKE CHARGE* AND PUT THE BOY ON THE RIGHT PATH.

WE'RE DOOMED.

HERE, MAX. THERE'S A MORALITY CLAUSE IN MAGUIRE'S CONTRACT.

IF HE STEPS OUT OF LINE, HORIZON *CAN* DISTANCE ITSELF FROM HIM.

YES. *LEGALLY.* BUT EVERYTHING THAT'S HAPPENING TO ANDREW...

..*WE* BROUGHT THIS ON HIM. WE'RE TO BLAME. I JUST HOPE HE CAN FORGIVE US.

Y'KNOW I GOT ALL YOUR CALENDARS--

--AND A BIG POSTER O' YOU ON MY WALL?

MM-HMM--ME TOO.

GOT A POSTER OF YOU ON MY WALL.

MMM-- *AWESOME!*

"HEY, YOU'RE THAT SUPERMODEL AREN'T YA?..."

MARY JANE WATSON, RIGHT? THIS FOR REAL? WAIT--THIS A *HOLOGRAM?*

OR DID SOMEONE "*WEIRD SCIENCE*" YOU IN ONE OF THE LABS?

NCE ROOMS

LABS

HORIZO

NO. I'M REALLY HERE. JUST VISITING A FRIEND.

YOU GUYS KNOW WHERE I CAN FIND PETER PARKER?

LAB SEVEN.

LUCKY SUNNUVA...

MJ

HEY, MR. P? YOU OKAY? HAVEN'T SEEN YOU IN A COUPLE DAYS.

BROUGHT YOU SOME TAPAS FROM THE CLUB.

SORRY, MJ. BEEN BUSY. WITH WORK STUFF. AVENGERS STUFF. SPIDEY STUFF.

AND TRAINING ALPHA.

SO YOU HAVEN'T GIVEN UP ON MINI-YOU YET? THAT'S GOOD, RIGHT?

NO. IT'S NOT. I'M PLAYING HIM.

TOLD HIM IF HE KEPT UP WITH THE SIDEKICKING--

--AND SHOWED UP HERE FOR REGULAR TESTS...

...THERE'S GOING TO BE A SPOT FOR YOU ON THE AVENGERS.

FOR REAL?

YOU'RE SAYING THERE'S NOT.

YEP.

AND THESE TESTS?

I HAVEN'T CRACKED IT YET, BUT I *WILL.* I HAVE TO TURN HIM BACK TO NORMAL.

HE'S JUST NOT... WORTHY.

YOU HAVE A SAY IN THAT?

DAMN STRAIGHT. *HIS* POWER IS *MY* RESPONSIBILITY. THAT GIVES ME ALL THE *SAY* I NEED.

AND I SAY...

ALPHA: NO MORE.

the AMAZING SPIDER-MAIL

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ALAN FINE
EXEC. PRODUCER

All of us knuckleheads here at Spidey Sentral are still in a daze from the last month's 50th Anniversary festivities, but here we are once again ready to serve your storytelling needs.

I hope you enjoyed last month's triple-sized spectacular. It cost a little more than usual because of the extra size, but we feel it was well worth it. (And let me warn all you cheapskates now that you better start putting your pennies away from this December's Spidey #700. It's going to be the biggest Spidey comic since 2009's ASM #600 which was absolutely Brevoortian in size!)

There's still a lot of "Amazing" coming your way in the next couple months of 2012, so if you haven't told your comic reading friends to check out the Arachni-happenings, what are you waiting for?

As always with you verbose loudmouths, there's lots and lots of mail...so let's get to it.

Hello Spidey Office.

I'm John Ashton, and I'm a big Spider-Fan, ever since I watched the 90's Spider-Man show on Fox. I started collecting current issues of Spider-Man with "Black in Black" and ever since I can't get enough. You guys do a fantastic job.

I enjoyed the "Spider-Island" saga, and I give it 100%. I bought all the issues. It was great to see Mary Jane with spider powers, wish she could be a Spider-Woman. I am enjoying the "Ends of the Earth" saga, but is this really the end of Doctor Octopus?

Here're a few questions I was wondering:

1. Will Aunt May learn Peter is Spider-Man again soon?
2. Will Spider-Man learn the identity of the new Hobgoblin?
3. Are Peter and Mary Jane ever going to remember the life they shared that was erased in One More Day?
4. Do you plan to get Peter and Mary Jane back as boyfriend and girlfriend by Issue 750?
5. Is Peter ever going to get the opportunity to communicate and see the ghosts of the people who have died like Uncle Ben, Gwen Stacy, and Ben Reilly?

John Ashton
Sebastopol, CA

John, anyone who knows me knows I love three things: the St. Louis Cardinals, shirts designed by Ted Baker, and lists of questions! Let's see how I do:

1. **Probably not. But Dan is crafty.**
2. **"Danger Zone" starts in 695.**
3. **Not much to remember. They still shared that life.**
4. **Maybe even sooner. She's a big part of Pete's life.**
5. **Ghosts? Sorry. Ghosts aren't real. We only deal with facts in Spidey comics!**

Steve,

I hear Tom DeFalco and Roger Stern are involved in a 50th anniversary project for Spidey. Great news! Thanks in advance for raiding my wallet. Warm regards from my wife on that one, too.

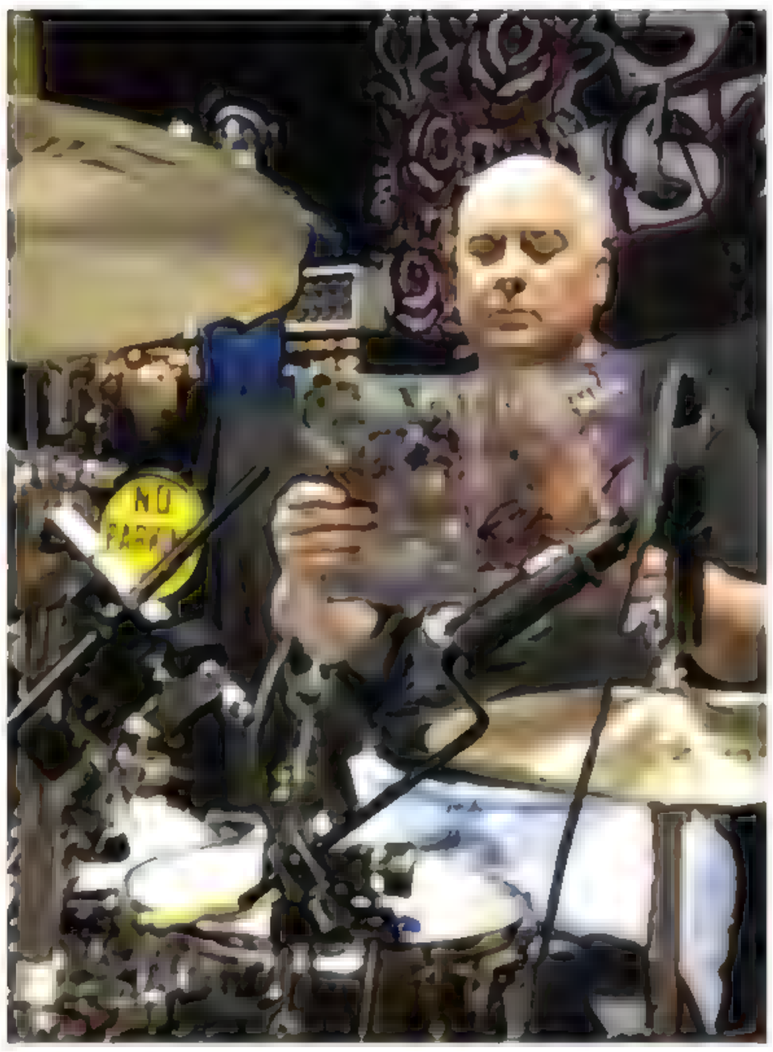
Now if you'd like to just go ahead and push me into bankruptcy, you really need J.M. DeMatteis on a Spidey project (and soon!).
If you don't get JMD on an anniversary project, I can only assume you're too good for my extra money! Why do you hate my money, Steve? Why??

David Walton

Glad you liked last month's special Spidey Anniversary projects. It was great seeing Uncle Rog, Tom and even Civil War novel scribe Stuart Moore handle the writing chores on web-head tales for his golden anniversary.

I have good news for you too, David. J.M. DeMatteis will indeed be a part of the anniversary festivities with a special story in ASM #700. So enjoy bankruptcy, sucker! My apologies to your wife.

You love it when we do it, hate when we don't! So here it is again...the favorite feature of X-Editor Jeanine Schaefer, it's "HEY! I'M READING SPIDEY COMICS AT WORK!!"



Dear Amazing Spider-Mail,

I've been a fan of Spider-Man for more than 40 years, but this is my first fan letter. I think you're doing a great job the last several years, so I hope you'll keep it up. Slott is a fantastic writer and all your various artists are doing excellent work.

I play drums for a band called the Toadies, and nothing relieves the boring parts of a long rock'n'roll tour like reading comics. So here's a shot of me reading Spidey at "work," during sound check at the fabulous Knitting Factory in Reno, NV, where we are playing a show tonight with Social Distortion.

Anyway, thanks for keeping Spidey fun.
Mark Reznicek
P. S. Toadies have a new album out on July 31st. Check it out.

Assistant Editor Ellie Pyle here, hijacking the letter column for a just a second to let you know that the Toadies' "Possum Kingdom" is one of my favorite songs! (A fun fact of which several karaoke bars are already somewhat unfortunately aware.)

That's what we got for this issue. We want to thank the hundreds of letter writers that take the time to give us their thoughts—both good and bad—each month. I'm sorry we can't run them all, but we do read every single one of them. For example, we ran out of room for magnificent missives from: Owen Schultz, Marlon Aguilar, Dan Ramirez, Michael J. Petty, Krisopher Hamilton, Alec Callahan, Anthony Zoreque, Aaron Scorringe, C. Logan Aube, Jason Kungl, Scott Galucki, Scott J. Larson, and many many more.

All right, I gotta go to the desk next to this one and get Hawkeye #2 out the door. (You're reading both Hawkeye and the new Captain Marvel books, right? You should be!)

Dan, Humberto and the rest of us will see ya in a couple weeks for Part 3 of Alpha!

Viva Manteo Mitchell!
Simperin' Steve!
8/9/12

RED SHE-HULK #58

PAINT THE TOWN RED!

"The return of a Hulk that the public will fear."
- Jeff Parker

#RedSheHulk

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A one-woman war against the Marvel Universe.

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OCTOBER 2012

AVENGERS VS X-MEN

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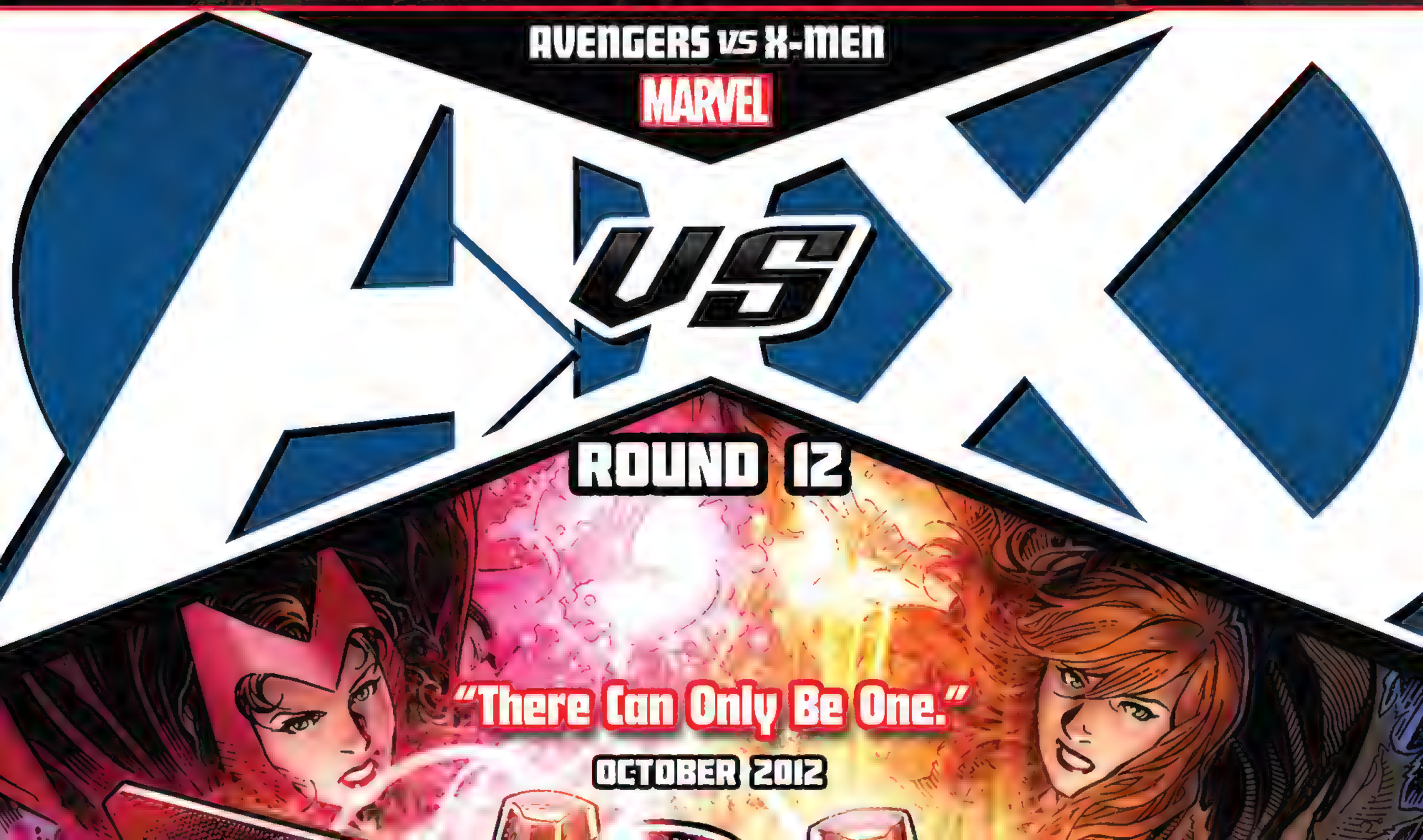

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694

THE GREATEST SUPER HERO STORY OF ALL TIME!

SLOTT
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THE BATTLE OF THE HALF CENTURY!

the AMAZING SPIDER-MAN®

VS ALPHA™

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FINAL

DAILY BUGLE

NEW YORK'S FINEST DAILY NEWSPAPER

SINCE 1897

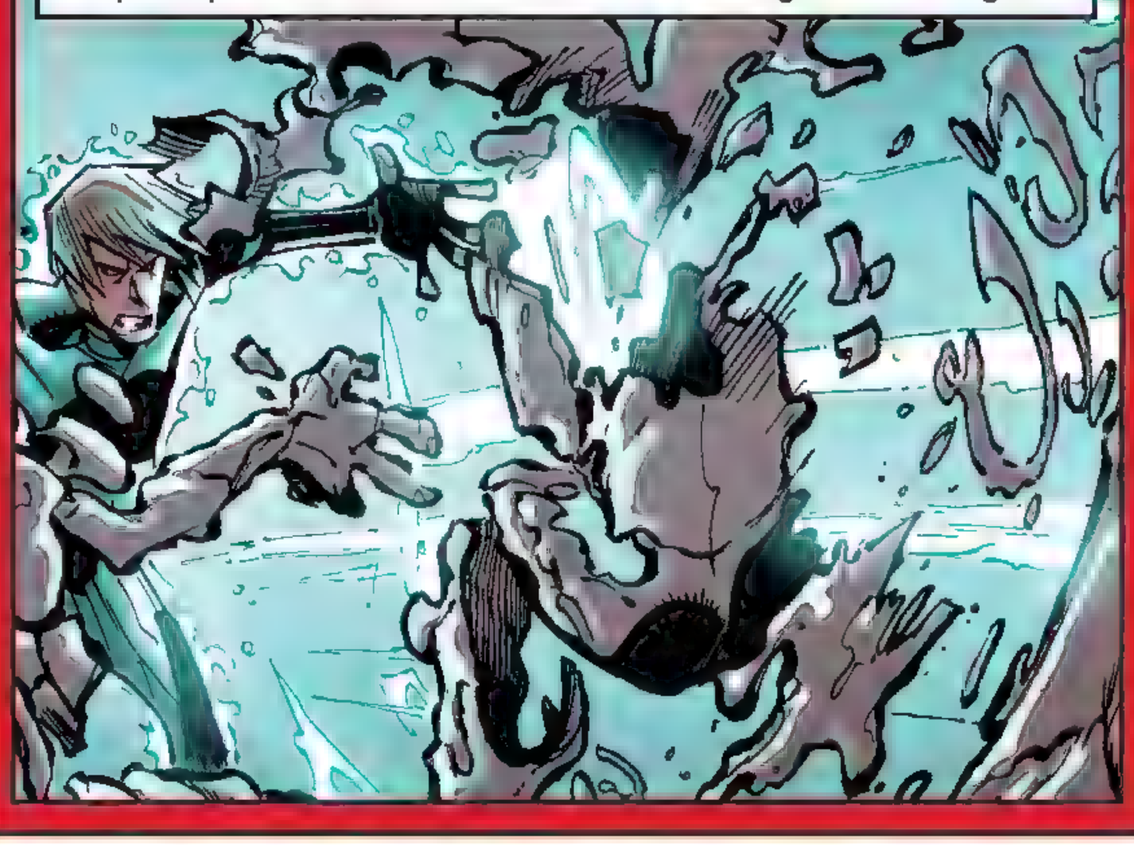
$1.00 (in NYC)
$1.50 (outside city)

INSIDE: VENOM ENGAGED IN DEMONIC DISPUTE! HAS MATT MURDOCK GONE MAD? GIRL SCOUTS COME TO BLOWS OVER WHO'S THE BIGGEST CAPTAIN MARVEL FAN!

The Jackal was spotted again recently, this time with clones of the newest hero in town: Alpha! Spider-Man arrived in time to save the day, but failed to apprehend the cloning, canine-themed coward!
WELCOME TO ALPHA-ISLAND!

ALPHA-LEVEL WHATNOW?

Alpha is the only "Alpha-Level" hero on the planet. Not only are his powers incredibly strong to begin with, but they're also tied to the universe itself. As a result, like the constantly growing cosmos, Alpha's powers will continue to become stronger and stronger.



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alpha

PART 3: FINAL GRADE

ALPHA

ALPHA

BRRING BRRING

THIS'S ALPHA. NOT HERE RIGHT NOW, PROBABLY OFF SAVING THE UNIVERSE OR SUMTHIN'.

IF YOU'RE ANYBODY FAMOUS, LET'S TALK WHEN I'M BACK FROM ALPHA-CON 2012.

IF YOU'RE A GIRL, LEAVE YOUR MEASUREMENTS. LATERS!

ALPHA

ANDREW? IT'S *DAD*. YOUR MOM AND I, WE--

--WE KNOW WE GOT CARRIED AWAY WITH ALL THIS. WE SCREWED UP. BUT HOW LONG ARE YOU GOING TO--?

LOOK, JUST COME HOME, SON. OR *TALK* TO US. CAN YOU DO THAT? PLEASE?

747

MARK, C'MON. I'M NOT SEEING HIM ANYMORE--

CAN'T *STOP* SEEING HIM. GUY'S EVERYWHERE.

IT WAS *ONE* TIME. I MEAN, HE'S A *SUPER HERO*. HOW WAS I SUPPOSE TO--?

UNH. ENOUGH WITH THE DRAMA, ALL RIGHT? WE'RE GONNA BE LATE FOR CLASS.

DTOWN HIGH

HELLO--

JOAN, WHERE ARE WE NOW?

TOKYO.

--TOKYO!

YOU ARE AWESOME! LOVE YA! THE *ALPHA-DOG* IS IN THE HOUSE!

BREEP BREEP

ONE SEC.

OKAY, WHO IS THIS AND HOW DID YOU GET THIS *VERY* PRIVATE NUMBER?

WHO DO YOU THINK? IT'S PETER, ANDREW.

PETER PARKER...

...FROM HORIZON LABS!

THE GUY WHO BLASTED YOU WITH PARKER PARTICLES AND *GAVE* YOU *SUPER-POWERS.*

THE GUY YOU'RE *SUPPOSED* TO BE CHECKING IN WITH *EVERY WEEK* TO MONITOR YOUR ALPHA ENERGY--*WAIT!*

WHY ARE THERE PEOPLE YELLING *"WE LOVE YOU"* IN JAPANESE? *ARE YOU IN JAPAN?!*

DUH. CHILL, PEDRO. I'LL COME IN *TWICE* NEXT WEEK. THERE. SOLVED.

ALPHA OUT. *SAYONARA.*

CAN'T STAND THIS KID. HE'S ON HIS WAY TO BECOMING THE MOST POWERFUL BEING ON THE PLANET--

--ALL BECAUSE OF ONE OF MY INVENTIONS! AND I DON'T KNOW HOW TO *FIX* IT!

THERE'S *NO WAY* TO REMOVE THE ALPHA-ENERGY IN HIS BODY. NOT WITHOUT *KILLING* HIM.

I'VE SPENT EVERY WAKING MOMENT ON THIS. HAVEN'T BEEN SPIDER-MAN, OR HELPED THE AVENGERS. DON'T EVEN KNOW IF I'M *ON* THE FF ANYMORE...

...AND I'VE COMPLETELY IGNORED ALL MY FRIENDS AND FAMILY.

WELL, JONAH, YOU DID IT. YOU SUCCESSFULLY AVOIDED YOUR FATHER FOR HIS ENTIRE VISIT TO NEW YORK.

CAN THE SARCASM, MS. GRANT!

...THOUGHT PETER WAS GOING TO SEE US OFF.

IT'S OKAY, MAY. WE'LL CALL HIM WHEN WE GET HOME. COME ON, WE SHOULD BE GOING.

GET HIM RUNWAY CLEARANCE. SOONER HE'S BACK IN BOSTON, THE BETTER!

THIS'S CRAZY. I'M *NOT* GETTING ANYTHING DONE...

...AND MEANWHILE MY *LIFE* IS SLIPPING AWAY OUT THERE.

I *PROMISED* AUNT MAY I'D SAY GOODBYE BEFORE SHE LEFT...

WELL THERE'S *STILL* TIME.

IF I DO THIS *SPIDEY-STYLE!*

SOUTH STREET SEAPORT TO LA GUARDIA?

I MAY SET A FEW WEB-SWINGING RECORDS--BUT, YEAH, I CAN PULL THIS OFF.

AND WHO KNOWS?

GETTING SOME FRESH AIR AND STEPPING OUT OF MY "BOX," MIGHT BE *JUST* WHAT THE--

SPIDER-MAN! THERE YOU ARE.

--IRON MAN ORDERED.

SO YOU FINALLY ANSWERED ONE OF OUR CALLS.

YEP. THAT'S ME. YOU SAY "AVENGERS," I SAY "ASSEMBLE."

GOOD. 'CAUSE WE NEED EVERYBODY ON THIS ONE.

REALLY? WHAT'S UP?

NOT MUCH. JUST AN ALIEN THREAT ABOUT TO DESTROY THE PLANET.

PEOPLE OF EARTH, HEAR ME! YOUR WORLD'S MINERALS, MOLTEN CORE, AND LIFE-ESSENCE ARE HERBY CLAIMED...

...IN THE NAME OF TERMINUS!

IS THAT ALL?

OH BOY.

SOMETHING TELLS ME AUNT MAY'S GONNA HAVE TO WAIT.

ENOUGH CHATTER. YOU HAVE ACCESS TO *ALPHA?* CALL HIM IN.

CAP, I DON'T THINK THAT'S--

YOU BEEN TRAINING HIM?

YES, BUT--

HE'S ONE OF OUR BIGGEST GUNS. MAKE THE CALL. *NOW.*

ALL RIGHT. BUT FOR THE RECORD, I OFFICIALLY OBJECT.

ALPHA, PICK UP.

WHO IS THIS? AND HOW'D YOU GET THIS *VERY* PRIVATE--

Y'KNOW DARN WELL WHO THIS IS. IT'S SPIDER-MAN.

HEY, BOY WONDER.

STOP. KID, THIS IS IT. THE ONE YOU'VE BEEN WAITING FOR. THE AVENGERS.

YOU JUST GOT CALLED UP TO THE MAJORS.

AWESOME! WHERE ARE YOU GUYS?

MANHAT--

SAY NO MORE. I AM ON...

...MY...

...WAY!

K-KOOM

GYAH!

ONE SIDE, AVENGERS! LET ALPHA SHOW YOU HOW IT'S DONE!

MY GOD.

HE-- HE WAS JUST IN TOKYO...

HE DIDN'T RUN. HE FLEW. HE USED SUPER-SPEED *AND* FLIGHT.

ALPHA HAD *ONE* LIMITATION: HE COULD ONLY USE ONE OF HIS POWERS AT A TIME.

NOW IT LOOKS LIKE *THAT'S* GONE.

TEENAGE BOY. POWERS OF A GOD, BRAIN OF A SLACKER--

--AND HE'S PICKING ON *TERMINUS* LIKE A SCHOOLYARD BULLY.

K-KEEP AWAY FROM ME!

TELL ME HOW THIS ENDS WELL.

SKRAK

AVENGERS! NEW PROBLEM! PICKING UP AIR TRAFFIC CONTROL.

THAT BLAST TERMINUS DEFLECTED--

--JUST SHUT DOWN EVERY COMMERCIAL AIRCRAFT IN A TEN-MILE RADIUS!

I'LL KEEP AN EYE ON THE BOY! EVERYONE ELSE, GRAB A PLANE!

THWIP

EVERY COMMERCIAL--? OH NO!

CAPTAIN MARVEL!

CATCH!

GOT YOU, SPIDEY.

THOUGH I DON'T KNOW *WHAT* IT IS YOU THINK YOU CAN DO UP HERE.

JUST GO! I'LL KNOW WHEN I SEE--

THERE!

THAT'S JAY'S PRIVATE JET!

MY AUNT MAY AND HER HUSBAND ARE ON BOARD!

SLINGSHOT ME!

PETER! I--I'LL HAVE TO HELP THE OTHERS.

THERE ARE *JUMBO JETS* GOING DOWN. THOUSANDS OF PEOPLE!

CAN YOU--?

GO! I CAN DO THIS!

I *HAVE* TO.

RTNGH

MRS. PARKER!

HOLD ON, I'VE GOT YOU!

IT--IT'S PARKER-JAMESON.

WHAT?

I GOT MARRIED.

FALLING OUT OF THE SKY AND *THAT'S* WHAT SHE'S WORRIED ABOUT.

WHAT?

NOTHING, MA'AM. YOU FOCUS ON WHATEVER YOU WANT...

...LEAVE EVERYTHING ELSE TO ME, OKAY?

THWIP-IP!

DEE-DEE-DEE

NEW ADDITION TO MY WEB-SHOOTERS: WEB-FLUID METER. THEY'RE ALMOST EMPTY.

I WAS SO WORRIED ABOUT AUNT MAY FALLING OUT...

...I USED UP *ALL* MY WEBS SEALING A HOLE THAT *I* MADE!

SO MUCH FOR WEB-CHUTES OR A WEB-CUSHION TO SOFTEN OUR LANDING.

PERFECT.

HI. THIS YOUNG LADY WANTED TO VISIT THE COCKPIT.

SPIDER-MAN?! WHAT ARE *YOU* DOING HERE?

MAY? ARE YOU ALL RIGHT?

J-JUST A LITTLE SHAKEN, DEAR. I'LL BE FINE.

THANK GOD. NOW AS FOR *YOU*...

...ARE YOU WHY WE DEPRESSURIZED?

AH. YES. BUT...

...I'M ALSO THE GUY WHO'S GONNA GET US OUT OF HERE. SO IT EVENS OUT.

JUST DO WHAT I DO, JAY, AND WE'LL BE JUST FINE.

ALPHA-ENERGY SHORTED OUT YOUR SYSTEMS.

WE NEED TO SHUT *EVERYTHING* OFF...

...AND *RESTART*.

HOPE THIS WORKS...

WHSSHH

YES!

SPIDER-MAN, YOU DID IT! WE'RE SAFE.

YUP. SAFELY IN THE MIDDLE OF EVIL, ALIEN SPACESHIPS. YAY, US. WONDER WHAT ELSE...

...COULD GO HORRIBLY WRONG?!

I--I WILL NOT BE BESTED BY SOME CHILD!

KRAKOW!

CHILD? HEY, LOSER! I'M ALPHA!

THE BEST DAMN HERO THIS WORLD'S GOT!

ARROGANT SWAIN! CEASE YOUR ATTACK!

THOR! GET HIM OUT OF HERE!

THE KID DOESN'T KNOW WHAT HE'S DOING!

FORGET TERMINUS--WE'VE GOT CIVILIANS UP HERE WITH US! ALPHA'S GOING TO GET US ALL KILLED!

HERE WE GO AGAIN. ALL SYSTEMS OFF.

THE PLANE CAN'T TAKE THIS--

SORRY, JAY...

...BUT WE DON'T HAVE A CHOICE!

AAAND WE'RE BACK. NOW WHAT DO YOU SAY I TAKE THE CONTROLS FROM HERE.

DO YOU KNOW HOW TO FLY?

ACTUALLY? NO. BUT I'VE SEEN IT A LOT.

TRUST ME, TIMES LIKE THIS...

...YOU LET THE GUY WITH *SPIDER-SENSE* DO THE DRIVING.

PLEASE PICK UP.

...I SWITCHED MY EARPIECE TO *ALWAYS* PICK UP FOR...

IT'S AUNT MAY...

IT'S AUNT MAY...

PETER?

PETER?

AW NO! AFTER MISSING TOO MANY OF HER CALLS...

...IN CASE SOMETHING HAPPENS, I WANT YOU TO KNOW...

...IN CASE SOMETHING HAPPENS, I WANT YOU TO KNOW...

...I HAVE ALWAYS LOVED YOU AS IF YOU WERE MY OWN--

...I HAVE ALWAYS LOVED YOU AS IF YOU WERE MY OWN--

MRS. PARKER-JAMESON!

SORRY.

KZOWW

IF YOU COULD PLEASE TURN OFF YOUR CELL PHONE.

BUT I--

F.A.A. REGULATIONS.

O-OKAY.

SPIDER-MAN!

WHAT *NOW?!*

WE CAN'T STAY UP HERE. WE HAVE TO BRING HER IN.

AGREED.

BUT LOOK--I'M GETTING A WARNING LIGHT ON THE LANDING GEAR.

BOTH OF YOU, STAY STRAPPED IN!

I'LL CHECK IT OUT.

WHAT DO YOU SEE?

GRNHH!

ENOUGH HERE FOR EIGHT WEB-PARACHUTES.

SPIDER-MAN?!

GIMME A SEC!

RIP

YEP.

WE'RE AMAZINGLY, SPECTACULARLY AND SENSATIONALLY SCREWED.

RUNWAY'S CLEAR! I'M GONNA GO FOR IT.

LANDING GEAR DOWN?

IT WILL BE!

I PROMISE.

AN ENTIRE STRUT'S MISSING FROM THE ASSEMBLY...

...AND THERE'S ONLY *ONE* THING I CAN USE AS A REPLACEMENT PART...

SPIDER-SENSE IS TELLING ME THIS'S *INCREDIBLY* DANGEROUS.

NO DOY.

JAY, I...

I LOVE YOU TOO, HONEY.

SMALL PRIVATE JET. WHAT ARE WE TALKING ABOUT HERE?

LANDING WEIGHT, OVER SEVENTY-FIVE THOUSAND POUNDS.

IF IT'S FULL ON FUEL, ADD ANOTHER THIRTY TO FORTY THOUSAND. THEN THERE'S THE THRUST--

NO. DON'T *THINK.*

JUST *DO!* C'MON, PARKER!

ARGHHH!

SKRRE CHAK

ALL EMERGENCY VEHICLES TO RUNWAY FOUR.

DIVERT ALL INCOMING FLIGHTS.

RUNWAY FOUR IS NOW CLOSED.

REPEAT. ALL VEHICLES TO RUNWAY FOUR.

GOOD GOD! SPIDER-MAN, ARE YOU--?

DON'T WORRY ABOUT ME. THERE'RE TWO PASSENGERS ON BOARD.

WE GOT 'EM, SON. NOW LET US HAVE A LOOK AT--

OUT OF THE WAY, DAGBLASTIT! MAYOR COMING THROUGH! LISTEN UP, WALL-CRAWLER--

ARE YOU FOR *REAL*, J.J.? I JUST LANDED A *SMALL JET* ON MY BACK!

WHATEVER YOU HAVE TO SAY--

THANK YOU.

WHA?

I'M NOT AN IDIOT. YOU DID IT *AGAIN*. YOU SAVED MY FAMILY.

MY FATHER AND HIS WIFE WERE ON THAT PLANE. AND THANKS TO YOU--

THEY'RE GONNA BE ALL RIGHT?

THE WOMAN, MAY PARKER, YOU KNOW HER.

PETER'S AUNT.

HER LEG WAS INJURED IN THE LANDING. DON'T WORRY. I'M GETTING HER THE BEST CARE IN THE CITY.

NOW TELL ME, WHO WAS RESPONSIBLE FOR ALL OF THIS?

A TEENAGER. A *MENACE*. AND I SWEAR TO YOU, JONAH...

"...HE WILL BE *STOPPED.*"

SO? WHAT DO WE *DO* WITH THE BIG GUY? CAN'T EXACTLY LOCK 'IM UP IN THE RAFT?

IT TOOK SOME DOING, CAPTAIN, BUT THE DAY IS OURS!

THANKS, IN NO SMALL PART TO ALPHA, BUT AT WHAT *COST?*

AND I SEE HE'S TAKEN OFF AGAIN.

AYE. A MOST CHURLISH YOUTH.

THE NEGATIVE ZONE? MAYBE SET UP A CONTAINMENT CELL ON MONSTER ISAND?

ONE THING'S FOR SURE...

...TERMINUS'S ENERGY LANCE IS GETTING SHIPPED STRAIGHT TO PROJECT: PEGASUS--

NO!

SPIDER-MAN?

I NEED IT.

WHAT ON EARTH FOR, SON?

THAT DIDN'T JUST DEFLECT ALPHA'S ENERGY...

...IT *REDIRECTED* IT.

YOU LET ME STUDY THAT ALIEN TECH...

...FIGURE OUT HOW IT WORKS, AND I *PROMISE* YOU...

"...I'LL PUT IT TO GOOD USE."

SO? YOU FINALLY COMING IN TODAY, ANDY?

YEAH, YEAH. BUT THINK WE CAN HURRY THIS UP, PARKER?

I GOT A TABLE READING AT TEN. I'M GUEST-STARRING ON *VAMPIRE DIARIES*.

HUH? SPIDEY? THOUGHT I WAS TALKING TO PARKER.

NOPE. PETE COULDN'T MAKE IT. I'M FILLING IN.

YOU CAN *DO* THAT? WORK THE TECH AND ALL?

WHAT CAN I SAY? I'M A SPIDER-MAN OF MANY TALENTS.

STEP RIGHT UP.

WAIT, SOMETHING'S OFF. THIS MONITOR-THING LOOKS DIFFERENT...

I MADE SOME ALTERATIONS.

WHAT KIND OF--?

YOU'LL SEE. AND REMEMBER, PETER AND HORIZON HAD *NOTHING* TO DO WITH THIS. THIS IS ALL *ME*.

ZZAK

HEY, I FEEL...

ALPHA-POWERED DOWN.

I CAN'T TAKE ALL OF IT OUT OF YOU, BUT I CAN DRAIN *MOST* OF IT AWAY.

BUT WHY WOULD YOU--?

BECAUSE YESTERDAY WAS A *TEST*. AND YOU *FAILED*. YOU USED YOUR POWER IRRESPONSIBLY.

UNTIL YOU LEARN THAT LESSON, YOU'RE REPEATING *MY* CLASS. AND HERE'S HOW IT GOES...

"YOUR ALPHA DAYS ARE A THING OF THE PAST.

"NO MORE COMMERCIALS, PRESS TOURS, OR TV SPOTS.

"SAY GOODBYE TO THE PENTHOUSE..."

WELCOME HOME, SON.

"...AND THAT'S IT FOR PRIVATE TUTORS.

"IT'S BACK TO MIDTOWN HIGH....

"...WHERE YOU WON'T BE A NOBODY ANYMORE.

"YOU'LL BE THE KID WHO *USED* TO BE SOMEBODY.

"AND IT'LL STING FOR A WHILE.

"EVERYONE'LL HAVE A GOOD LAUGH.

"BUT YOU'LL KNOW.

"AND I'LL KNOW...

"AND MAYBE, WE'LL TRY THIS AGAIN SOMEDAY.

"WITH A MASK. AND DEFINITELY *NOT* AS ALPHA.

"BUT EVENTUALLY, THEY'LL FORGET. EVERYONE WILL.

"EVEN GUYS LIKE THE JACKAL.

"...THAT A LITTLE BIT OF THAT POWER'S IN YOU. ALWAYS THERE. AND GROWING.

"THAT'S OVER."

I'M SORRY, BUT AS I EXPLAINED TO YOUR AUNT AND HER HUSBAND...

...THOUGH, IN TIME, SHE'LL BE ABLE TO WALK WITH A *CANE*, SHE'LL NEVER HAVE FULL USE OF THE LEG AGAIN.

IS THERE ANY KIND OF PROCEDURE OR OPERATION?

I'D RATHER NOT, IF WE DON'T HAVE TO. YOUR AUNT IS VERY OLD--

BOYS, I'M *RIGHT* HERE. AND MY *HEARING* IS EXCELLENT.

NOW WHEN IT COMES TO PHYSICAL THERAPY, SHE'LL NEED LOTS OF HELP FROM *FRIENDS* AND *FAMILY*.

I CAN RECOMMEND A NUMBER OF PLACES IN BOSTON--

NO.

SHE HAS ALL THE FRIENDS AND FAMILY SHE NEEDS...

...RIGHT *HERE*.

WELL, I KNOW SHE'D LIKE THAT...

AND YOUR *SON* WOULD TOO. TRUST ME.

I DO MISS IT HERE. BUT JAY, ARE YOU SURE?

YOU ALWAYS THOUGHT NEW YORK WAS TOO DANGEROUS *BEFORE*. AND *NOW* LOOK AT US.

WELL, I THINK THE *BEST* PLACE FOR YOU GUYS IS WHERE *I* CAN KEEP AN EYE OUT FOR YOU...

"...NO MATTER *WHAT* COMES ALONG."

DELVADIA

HM. NEW YORK AIR.

NO, THAT'S NOT DOING IT FOR ME.

WHERE DID I LEAVE IT...?

THERE WE GO.

NOW.

NOW I'M *HOME.*

Next: HOBGOBLIN

the AMAZING SPIDER-MAIL

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ALSO:

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MYSTERY. SOLVED.

THE ACCLAIMED EPIC REACHES ITS CLIMAX.

OCTOBER 2012

JOURNEY INTO MYSTERY #645

KIERON GILLEN STEPHANIE HANS

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AVENGERS VS X-MEN

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"There Can Only Be One."

OCTOBER 2012

MARVEL

695

SLOTT
GAGE
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HOBGOBLIN VS. HOBGOBLIN VS. the AMAZING SPIDER-MAN®

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WHILE ATTENDING A DEMONSTRATION IN RADIOLOGY, HIGH SCHOOL SCIENCE STUDENT PETER PARKER WAS BITTEN BY A SPIDER THAT HAD ACCIDENTALLY BEEN EXPOSED TO RADIOACTIVE RAYS. THROUGH A MIRACLE OF SCIENCE, PETER SOON FOUND THAT HE HAD GAINED THE SPIDER'S POWERS... AND HAD, IN EFFECT, BECOME A HUMAN SPIDER! CURRENTLY, HE WORKS AS A RESEARCHER AT HORIZON LABS, BUT HE REMAINS...

the AMAZING SPIDER-MAN

PREVIOUSLY:

PHIL URICH BECAME THE NEW HOBGOBLIN AFTER HE KILLED THE OLD ONE, AND NOW WORKS FOR THE KINGPIN.

BUT IT TURNS OUT THE ORIGINAL HOBGOBLIN--RODERICK KINGSLEY--IS STILL ALIVE AND BACK IN NEW YORK TO RECLAIM HIS TITLE!

HORIZON LABS SCIENTIST TY STONE SOLD THE KINGPIN THE LAB'S DESIGN FOR TOWERS THAT EMIT AN ANTI-SPIDER SIGNAL.

PHIL IS DATING NORAH WINTERS, A REPORTER FOR THE DAILY BUGLE, WHO WRITES UNDERCOVER EXPOSES ON GOBLIN GANG CULTURE.

AND NOT EVEN MADAME WEB'S PROPHETIC VISIONS OF THE WEB OF LIFE CAN PREPARE SPIDER-MAN FOR WHAT HAPPENS NEXT.

WELCOME TO THE DANGER ZONE!

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Brooklyn.
A BIKER BAR NEAR THE EAST RIVER.
WHOK
I HOPE YOU GOBLIN GANGERS LEARNED A VALUABLE LESSON TODAY. GETTING TATTOOS OF NORMAN OSBORN DOESN'T MAKE YOU TOUGH, JUST STUPID.
STUPID AND LUCKY. 'CAUSE I GOT A SOFT SPOT FOR DUDES WHO'D INK A GOBLIN FACE ON THEIR SKIN...
EVEN IF IT IS THE WRONG GOBLIN. HAHAHAHAHA!
BESIDES, YOU GUYS JUST MADE ME RICH. YOUR LITTLE PULP FICTION BRIEFCASE IS GONNA PUT THE KINGPIN IN A VERY GENEROUS MOOD...
CAN'T HAVE THAT.
SNAP
THE "JOLLY FAT GUY" GIMMICK IS SANTA'S TRADEMARK. AND HE'S VERY LITIGIOUS.
BIFF COLA
SPIDER-MAN! Y'KNOW, NEW YORK HAS STALKER LAWS. THE WAY YOU'VE BEEN DOGGING ME, I OUGHTA CALL THE COPS.
I DO LIKE HEARING YOUR JOKES, THOUGH. THEY'RE NEVER FUNNY...

...BUT I STILL GOTTA LAUGH.

HA HA HA

IF BY "DONE" YOU MEAN "COOKED TO PERFECTION," YOU WERE *DEAD* ON, HOBBY. I'M IN THE *ZONE* HERE!

WHOA! WHAT JUST HAPPENED? MY ***SPIDER-SENSE*** IS FIRING ON ALL CYLINDERS TONIGHT.

NOBODY'S LAYING A FINGER ON ME. NOT THAT I'M COMPLAINING. AFTER YEARS OF ***PARKER LUCK***...

...I'M MORE THAN HAPPY TO TAKE THE OCCASIONAL GIFT HORSE.

What

MAN, DR. OZ WASN'T KIDDING ABOUT A GOOD NIGHT'S SLEEP MAKING ALL THE DIFFERENCE.

DANGER ZONE

PART ONE WARNING SIGNS

DAN SLOTT & CHRISTOS GAGE
WRITERS

GIUSEPPE CAMUNCOLI
PENCILS

DAN GREEN
INKS

ANTONIO FABELA
COLORS

VC'S CHRIS ELIOPOULOS
LETTERER

STEVE McNIVEN
COVER

ELLIE PYLE
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AXEL ALONSO
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JOE QUESADA
CHIEF CREATIVE OFFICER

DAN BUCKLEY
PUBLISHER

ALAN FINE
EXEC. PRODUCER

DAMN DAMN DAMN! KILL HIM!

WHILE I GET THE HELL OUT OF HERE.

STONE, YOU MORON! YOU SAID THIS THING WOULD FRY HIS SPIDER-SENSE! YOU JACKED IT INTO OVERDRIVE!

I'M GONNA DROP YOU RIGHT ON YOUR UGLY--

WAIT! I CAN FIX IT! I HAVE ALL THE DATA I NEED NOW. WITH A FEW MINOR ADJUSTMENTS, I CAN MAKE IT WORK NEXT TIME!

GREAT. BEAUTIFUL. JUST ONE THING STANDING BETWEEN YOU AND EMPLOYEE OF THE MONTH: SPIDER-MAN HAS THE CASE! HOW DO I EXPLAIN THAT TO THE KINGPIN?

HOLD ON. I'M NOT GONNA EXPLAIN IT TO HIM.

YOU ARE.

BUY-W

HUH. COULD'VE SWORN I SAW...

NO, I'M CERTAIN OF IT. THAT WAS TIBERIUS STONE FROM HORIZON LABS UP THERE!

I HAVE TO CHECK THIS OUT. AND I KNOW JUST WHERE TO START...

EPA

BFF COLA

BINGO. YOUR BAT-DRONE'S GPS LED ME RIGHT TO YOU.

IDIOT! I BET YOU DON'T EVEN *KNOW* IT'S GOT GPS. AND WHY WOULD YOU?

YOU STOLE IT FROM OSBORN *MONTHS* AGO.

I HAD IT FOR *YEARS*. NO ONE KNOWS THAT TECH BETTER THAN ME. NO ONE!

AND THAT'S HOW THE *REAL HOBGOBLIN* IS GOING TO MAKE YOU *PAY!*

HEH HEH HEH

SO MUCH TO SEE...AND SO LITTLE TIME.

Astoria, Queens.
HOME TO JULIA CARPENTER, THE MYSTERIOUS MADAME WEB.
MY PSYCHIC WEB UNRAVELS. THE FUTURE SLIPS THROUGH MY FINGERS LIKE GOSSAMER.
AN *ENDING* APPROACHES...
NOK NOK
MOM? IT'S TIME. BUS LEAVES IN AN HOUR.
CAN I JUST SAY ONE MORE TIME HOW MUCH I *HATE* STAYING IN COLORADO? EVERYONE IN THAT TOWN IS AS *ANCIENT* AS GRANDMA AND GRANDPA.
THAT'S WHY IT'S IMPORTANT TO SPEND TIME WITH THEM, RACHEL. THE PEOPLE YOU LOVE... WON'T BE AROUND FOREVER.
MOM! THEY'RE, LIKE, SIXTY. DON'T BE SUCH A DOWNER. ANYWAY, I DON'T SEE *YOU* PACKING FOR AN EXTENDED STAY IN THE NAP CAPITAL OF THE WORLD.
IT'S NOT THAT I DON'T *WANT* TO BE WITH YOU, HONEY. BUT I...HAVE A LOT TO DO.
JUST REMEMBER HOW MUCH I LOVE YOU. AND THAT PART OF ME WILL ALWAYS BE WITH YOU.
UM, Y'KNOW, THERE'S THIS INVENTION CALLED ***SKYPE***. YOU CAN TALK TO PEOPLE WHO ARE FAR AWAY. IT'S LIKE A TELEPHONE, BUT WITH *PICTURES*.
GO EASY ON THE OLD FOLKS, KIDDO. THEY'RE DOING THEIR BEST.
AND SO HAVE I. WHATEVER'S COMING, YOU'LL BE SAFE WHEN IT HITS...AND TAKEN CARE OF AFTER I'M GONE.
WHICH COULD BE ANY DAY NOW. BECAUSE IT'S BECOME CLEAR TO ME THAT THE END COMING... IS MINE.

Horizon Labs.
SOUTH STREET SEAPORT MANHATTAN.

I'M DYING TO KNOW WHAT'S SO IMPORTANT THE GOBLIN CULT, HOBGOBLIN AND THE KINGPIN ARE ALL HOT TO GET THEIR HANDS ON THIS BRIEFCASE...

...BUT IT IS OBVIOUSLY *BOOBY-TRAPPED*, AND BEFORE I CAN PUT IN THE TIME TO CRACK IT, I'VE GOT TO FIND OUT IF TIBERIUS IS HERE, OR--

SLOW DOWN, PETE. JUST 'CAUSE YOU DON'T LIKE THE GUY DOESN'T MEAN HE'S WORKING WITH HOBGOBLIN. YOU'RE A SCIENTIST. SUPPORT YOUR HYPOTHESIS WITH *FACTS*.

THERE. IT'LL BE SAFE IN MY *SPIDEY-VAULT* WHILE I SHAKE THE RUST OFF MY JOURNALISM SKILLS. I STILL REMEMBER LESSON ONE: FOR ANSWERS, YOU GO TO THE *TOP*.

HEY, MAX, HAVE YOU SEEN-- OH, SORRY.

NOT AT ALL, COME IN. PETER, DO YOU KNOW *SALLY FLOYD?* SHE'S DOING A PROFILE ON US FOR THE *DAILY BUGLE*.

I HOPE YOU'LL GIVE HER A MINUTE. WITH ALL THE PRESSURE *MAYOR JAMESON'S* BEEN PUTTING ON US LATELY, WE COULD STAND SOME GOOD PRESS.

SURE, I REMEMBER SALLY...FROM THE *OLD* BUGLE. SEEING YOU MAKES ME ALL KINDS OF NOSTALGIC.

YOU'VE COME A LONG WAY SINCE THEN. FREELANCE SHUTTERBUG TO BIG-TIME RESEARCHER...AND THE GUY WHO DESIGNS TECH FOR *SPIDER-MAN*.

WHAT? YOU'RE, UH, YOU'RE NOT PUTTING THAT IN THE *ARTICLE*, ARE YOU?

SORRY, PETER. LOOKS LIKE SOME OF OUR STAFF SPOKE OUT OF TURN. MS. FLOYD, I'M GOING TO HAVE TO ASK YOU TO REMOVE--

NO CAN DO, MR. MODELL. LOOK, PETE, I'M NOT TRYING TO MAKE YOUR LIFE DIFFICULT, BUT THIS IS *GOLD*...AND *ON THE RECORD*. YOU WANT THE STORY KILLED, YOU'RE GONNA HAVE TO REMEMBER THE OLD REPORTER'S RULE...

"...GO TO THE TOP."

DAILY BUGLE

ROBBIE, *PLEASE*, YOU CAN'T RUN IT!

PLEASE.

PLEASE.

PLEASE.

PLEASE.

I CAN'T *NOT* RUN IT...IT'S TRUE, AND IT'S NEWS. HAVE YOU *READ* THE ARTICLE? I THINK IT CASTS YOU AND HORIZON IN A VERY POSITIVE LIGHT.

BUT--BUT IF WORD GETS OUT I'M ASSOCIATED WITH SPIDER-MAN--

YOU'VE BEEN ASSOCIATED WITH SPIDER-MAN FOR YEARS. YOU RELEASED A BOOK OF *PHOTOGRAPHS* OF HIM. HOW IS THIS ANY DIFFERENT?

BECAUSE-- BECAUSE--

BECAUSE LIKE AN IDIOT I REVEALED MY *SECRET IDENTITY* TO THE WORLD...

...AND GOT DOCTOR STRANGE TO CAST A *SPELL* TO COVER IT BACK UP. BUT IF PEOPLE LOOK TOO CLOSELY IT COULD UNRAVEL AND--OY.

LOOK, JUST DELAY IT. GIVE ME SOME TIME TO...Y'KNOW, PREPARE.

WHY? YOU DON'T GO TO PRESS UNTIL TONIGHT!

IT'S TOO LATE FOR THAT.

PETER, IT'S THE TWENTY-FIRST CENTURY.

THE STORY'S ALL CUED UP AND ABOUT TO GO LIVE...

DAILY BUGLE

THE MAN BEHIND SPIDER-MAN.

...AND I DOUBT WE'VE GOT ANYTHING THAT'S GOING TO BUMP *THAT* OFF THE FRONT PAGE.

NORAH, THIS IS ACTION FOOTAGE OF *HOBGOBLIN* FIGHTING *SPIDER-MAN!*

THAT'S EYE CANDY, PHIL. GIVE IT TO THE INTERNS. I'M LOOKING INTO THE *MEATY* STUFF. THE *LEGACY OF NORMAN OSBORN.* AND I DON'T JUST MEAN THE GOBLIN CULT.

OSBORN'S IN A *COMA*, BUT MY SOURCES SAY HE HAD DIRT ON *ALL* THE POWER PLAYERS. I BET HIS FILES MAKE J. EDGAR HOOVER'S LOOK TAME. AND *I'M* GONNA FIND 'EM.

EXI

COMPARED TO THAT, MAN O'MINE, THE HOBGOBLIN'S *SMALL TIME.*

I'M *WHAT?!* YOU LITTLE CLIMBER! YOU MADE YOUR *NAME* OFF OF COVERING THE *HOBGOBLIN!* AND NOW I'M "*SMALL TIME*"?!

HEY, LOOK WHO'S HERE! PETE!

OH, GREAT. NO TIME FOR SMALL TALK...I'VE GOTTA FIGURE OUT A WAY TO STOP ROBBIE RUNNING THAT--

HOLD ON. SOMETHING'S SETTING OFF MY *SPIDER-SENSE*...AND IT'S GETTING *STRONGER* THE CLOSER *NORAH* AND *PHIL* GET.

HAVEN'T SEEN YOU MUCH SINCE YOU WENT TO SIT AT THE NERD'S TABLE. HOW'VE YOU BEEN?

Y'KNOW. MORE SCIENCE, MORE PROBLEMS.

NORAH'S BEEN COVERING *THE PUNISHER*...IS SHE IN TROUBLE?

I'VE GOTTA TALK SENSE INTO ROBBIE-- BUT IF SHE'S IN *DANGER*, I CAN'T BLOW HER OFF.

PETE, ARE YOU OKAY? YOU LOOK KINDA GREEN.

SO WHAT? YOU'RE *MY* GIRL! NOW YOU'RE INTO PARKER *AGAIN?!* MAYBE IT'S TIME HE "*DISAPPEARED*" FOR A WHILE...

NGH! JUST A HEADACHE... BUT IT IS GETTING *WORSE.*

Shadowland.
THE KINGPIN'S STRONGHOLD

YOU'VE BEEN *USEFUL* TO ME, STONE. YOU BROUGHT ME THE SECRETS OF HORIZON LABS. AND YOU WERE *HANDSOMELY REWARDED.*

YOU'RE AN EDUCATED MAN. YOU UNDERSTAND EQUATIONS HAVE *TWO SIDES.* SO CONSIDER, FOR A MOMENT, WHAT HAPPENS WHEN YOU *DISAPPOINT* ME.

M-MR. FISK +GKK+ *WAIT!* GIVE ME A CHANCE TO MAKE IT RIGHT!

I HAVE A WAY TO GET THE BRIEFCASE BACK FROM SPIDER-MAN...

...AND *CRIPPLE HIM* IN THE PROCESS!

Port Authority Bus Terminal.

BYE, SWEETIE. BE GOOD.

I LOVE YOU.

PORT A

86020

I--I REALLY THOUGHT I'D GET MORE TIME.

WELL. NO SENSE COMPLAINING.

BETTER MAKE GOOD USE OF WHAT I HAVE LEFT.

86020

YOUR JAMMER HAS ALREADY PROVEN A FAILURE.

YES...BUT I LEARNED FROM MY MISTAKES. I'M ADJUSTING THE SETTINGS. BOOSTING THE SIGNAL *SIGNIFICANTLY* AND SUBTLY ALTERING THE *FREQUENCY*.

I HAVE THESE SET UP ALL OVER TOWN. THEY'RE PRIMED...JUST WAITING TO BE SWITCHED ON.

911, WHAT IS YOUR EMERGENCY?

THERE IS A WOMAN IN DIRE NEED OF MEDICAL ATTENTION OUTSIDE THE PORT AUTHORITY BUS TERMINAL.

WHAT'S YOUR RELATIONSHIP TO THE VICTIM?

I'M HER.

YOU REALIZE IF THIS IS SOME *STALLING* TACTIC, YOU'LL ONLY MAKE ME *ANGRIER*.

I-IT'LL WORK. I PROMISE.

PLEASE...

LOOK OUT!

YOU OKAY?

I WAS UNTIL SOME *LUNATIC* KNOCKED ME DOWN.

WHAT THE *WHAT*, PETE?

THERE'S *DANGER*...WE ALMOST...

MY BAD, BROSEPH. ALMOST BUMPED YA THERE.

Y'DON'T GOTTA MAKE A *FEDERAL CASE* OUT OF IT...

SORRY. I'M JUST...*EDGY*, I GUESS. DIDN'T HAVE MY COFFEE THIS MORNING.

THANKS. I--

WELL, HERE. CAFFEINATE BEFORE SOMEONE GETS HURT.

NO!!

DUDE!

SORRY.

I-IT WAS... HOT...

WELL, THIS COMPUTER'S *EXPENSIVE*. GIVE ME A HAND HERE, KLUTZ.

MY *SPIDER-SENSE*...IT'S GONE INTO *OVERDRIVE*.

EVERY POTENTIAL THREAT'S JOLTING MY NERVOUS SYSTEM...NO MATTER *HOW SMALL*.

PAPER CUT

STATIC SHOCK

HIGH FRUCTOSE CORN SYRUP

PUNCTURE WOUNDS

AND EVEN THOUGH I KNOW WHAT'S HAPPENING NOW, MY BODY'S IN TOTAL *FIGHT-OR-FLIGHT* MODE. GOTTA GET SOMEWHERE *SAFE*...

UM...I... *BATHROOM*.

LOOKS LIKE HORIZON LABS DOESN'T *DRUG TEST* THEIR EMPLOYEES...

BEFORE THIS GETS ANY *WORSE*...

GERMS

TEXTING WHILE WALKING

ATE BURRITOS FOR LUNCH

GGNNNN...

NNNAAAAAAA!

THE--THE FUTURE! EVERY POINT IN THE FUTURE! I CAN SEE--

EVERYTHING!

SPIDER-MAN! YOU MUST LISTEN!

IT'S COMING FOR YOU. IT'S RIGHT BEHIND YOU. YOU CAN'T-- CAN'T IGNORE IT. FLASH OF GOLD...

MADAME WEB?!

ANNND IT JUST GOT WORSE.

THANKS, JULIA. BRING *SPIDER-MAN* A PSYCHIC WARNING IN A CROWDED OFFICE *WHILE* I'M *PETER PARKER!* BIG HELP!

I KNOW YOU MEAN WELL, BUT URGENT NEWS OR NO, IF I STICK AROUND, MY SECRET IDENTITY'S *HISTORY.*

OH, BOY...

COULD STALL

TOXIC CHEMICALS

CAUTION, WET FLOOR

SHUT *UP,* SPIDER-SENSE! I *CAN'T* FALL DOWN THE STAIRS! *I STICK TO WALLS!*

HOLD IT TOGETHER, PETE. JUST MAKE IT TO THE STREET...WHERE NO ONE PAYS ATTENTION TO CRAZY PEOPLE...

NO...IT'S TOO MUCH...TOO... NNHHH...

THE HECK WAS *THAT* ABOUT? SHE WAS TALKING TO *SPIDER-MAN*...

DID EVERYONE IN THE CITY SEE THAT, OR JUST US?

PETER. THAT MESSAGE WASN'T FOR--

WHERE DID HE GO?

'SCUSE ME, BABE. GOTTA TAKE THIS. WORK.

BZZAT BZZAT

YOU WORK *HERE*.

MIND YOUR OWN BUSINESS, YOU NOSY LITTLE--

YEAH, BOSS.

I HAVE AN ASSIGNMENT FOR YOU. ABOUT LOCATING SPIDER-MAN...

FUNNY YOU SHOULD MENTION THAT.

I WAS GOING TO TELL YOU I'VE *GOT IT COVERED*...

OKAY. GOT AWAY FROM THE PEOPLE WHO KNOW ME. NOW IF I CAN JUST--

OH, NO...

NNNAAAHH!

COLLISION

COLLISION

COLLISION

COLLISION

HUGE METAL KILLING MACHINE

COLLISION

UNSAFE SPEED

Less Li.
meets the ...

N.Y.C.

COLLISION

KNOWN CARCINOGEN

COLLISION

TAKE YOUR MEDS, PAL.

W-WISH IT WAS THAT SIMPLE...

THE WHOLE WORLD'S A POTENTIAL THREAT. H-HEAD...SPLITTING...

FILTHY

FOCUS, PARKER. YOU CAN DO THIS.

YOU'VE HAD YOUR HEAD ZAPPED BY EVERYONE FROM MYSTERIO TO M.O.D.O.K.

SHUT IT OUT. IGNORE IT.

THAT'S IT. NOW JUST PUT ONE FOOT IN FRONT OF THE OTHER...

NO WAY I CAN RISK WEB-SWINGING RIGHT NOW. I'LL TRY TO MAKE IT TO THE SUBWAY. PROBABLY FEWER DANGERS DOWN THERE, RELATIVELY SPEAKING.

GET TO THE FANTASTIC FOUR, OR HORIZON... SOMEWHERE WITH THE EQUIPMENT TO FIGURE OUT WHAT CAUSED THIS, AND HOPEFULLY FIX IT.

NNH...GETTING WORSE...

SHUT IT OUT, PETE! I KNOW EVERY WARNING BELL IN YOUR HEAD IS GOING OFF, BUT THERE'S NOTHING THERE. THERE'S NOTHING--

FSSTT!

HGKK!

HAHAHAHAHA HAHAHA

F-FORGOT THE FIRST RULE OF MY LIFE. IT'S NOT PARANOIA...

...IF THEY'RE REALLY...OUT TO GET YOU...

TALK ABOUT WALKING RIGHT INTO IT!

I FINALLY GOT ONE OVER ON YOU, SPIDER-MAN!

HAHAHAHAHA!

NEXT:
SPIDEY REVEALED?!
OH, WE'RE JUST GETTING STARTED!

the AMAZING SPIDER-MAIL

SEND LETTERS TO
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SEND E-MAIL TO
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We missed you last issue since I was at the TORONTO FANEXPO, so let's get right to your letters in this special TWO-PAGE letter column.

Hello,

My son wanted to send a birthday wish to Spidey.

Happy Birthday to the World's Greatest Super Hero!

Evan Hurlbrink

Dear Dan,

Spider-Man has been a part of my life for forty years; these characters mean a lot to me. So, I want to thank you for the great work you, the editors, and artists have been doing this year.

In January, I proclaimed it the "Year of the Spider" and have celebrated all things Spider-Man. It is the small touches you are putting on this book (like the MJ and Carlie relationship or the cover blurb about the "world's tastiest super hero") that crack me up and make me want to read more.

The Horizon team, Peter/Spidey's new winning attitude, the science angle, new costumes have all been a welcome addition and help to relieve my own stressful life and provide quality entertainment just about every week.

Thank you for loving these characters as much as the fans!

Warren Nast
Harrisburg, Pa.

Hi Spider-folks,

I made an enumerated list for you!

1) Nice job with the story structure of ASM 688. I like when a story doesn't follow the formula of showing Peter and company for a few pages, then bad-guy exposition, then Spidey seeking the bad guy, then punch-time. Sometimes you have to have punch-time at the beginning. Variation! I love it!

2) I can never get enough of Peter just trying to iron out his social life. I think it would be nice after big Spidey-centric stories like "Ends of the Earth" to have a story that is more Peter-centric. To me, those issues are extra special. Am I alone here? What do other readers think?

3) Dan Slott asked a few weeks ago on Twitter what character we'd like to see again. I just read ASM #78 (now possibly my favorite issue up to that point), and man, I could really relate to Hobie Brown. I think in this economy with tons of people--many college-educated--having to settle for horrible and depressing [...] jobs while trying and failing to make it with their own projects, that I am not alone. So! Can we see the Prowler again? Unless he's in time-out (that's just how I'm going to refer to "dead" characters now. Wocka wocka!). If not him, can you address this theme with another character? Pleeeease?

4) Thank you for sharing Rob De Young's letter at the end of issue #688. It was very touching and it's extremely interesting to hear the perspective of older readers. Could we hear from more of them? I also appreciated your mature response to his letter, Mr. Wacker. It's nice to see that side of you. :)

Take care all,

Jason Van Cleve
Atlanta, GA

Thanks, Jason. First of all, if you see Dan Slott on Twitter, you have a responsibility as a Spidey fan to report him directly to his editor!

Second, I've been trying to get Dan to write a Hobie Brown/Prowler story for years, but I'm afraid he just has no interest. For some reason Dan just hates the character. Weird, right?

Hi ASM Team,

I am fourteen years old and have been reading The Amazing Spider-Man for as long as I remember. However after the events of "Brand New Day," though, I have only been loosely following along.

Recently, I decided to get back into the swing of ASM. (Get it? "Swing?" Never mind.) I bought the new Lizard epic and I am impressed with the issues so far.

I really like the dialogue in the comics and the art style overall. I love how in issue #688 when the story switched from present to a couple hours earlier. I think I am going to start reading every new ASM issue from now on.

Thanks for getting me back into the Amazing Spider-Man and I hope the next issues will continue to be awesome!

Abhisek Datta
Sunnyvale, CA

Dear Spidey Office,

I love Spider-Man comics. I have two questions:

1-When will you guys end Spider-Man comics?

2-Can you please put this letter in a future comic? Thanks.

Chris B.

P.S. I just finished reading #688. Good job.

1-The last week of December 2012.
2-No.

WACKER!

In the mail of issue #688 you dropped a hint that you would leave ASM before issue #700! Now I'm not one much for writing in but this is a catastrophe! A calamity! A disaster! A crisis! I'm panicking! Please don't leave us; we are nothing without your wisdom and editorship.

Noah Aylward
Machesney Park, Il

Sorry, Noah. You're currently holding (or nestling on your lap) the 150th issue of ASM I've edited. When you also include Annuals, special issues and miniseries it goes well over 200 issues.

I've had help over the years from two grade-A assistants, Ellie Pyle and Tom Brennan, but like a three-hour Bill Clinton speech, all things must end.

I'll still be around on books like Daredevil, Hawkeye, Captain Marvel and the all-new Morbius monthly, but my time on AMAZING SPIDER-MAN will always be something I look back on fondly...like Brevoort staring at an abandoned devil's food cake.

Slott, though...THAT's the guy you gotta worry about. Where's he goin' NOW!?

Dear Marvel

So, I just finished reading Issue #688 of ASM, and, let me say, it truly lives up to its name. It certainly was AMAZING! Dan Slott's writing was absolutely fantastic. I'm 14 years old, and, though I've only recently started to pay more attention to comic books, I've been a Spidey fanatic as far back as I can remember. I love what you guys have done with Spider-Man, and can't wait to see where you'll take him.

Isaac Soda
Arizona

That's two 14-year-olds in one letter column! Together you make one giant 28-year-old! That's older than me!

NEWS AND NOTES!

ITEM ONE:

Spidey-philes, we have a big, cool story starting this week just a few comics over from this one. It's the team-up you've been DEMANDING as Venom and Scarlet Spider take on the one-and-only sinister symbiote in MINIMUM CARNAGE!

Written by SS and VENOM scribes Chris Yost and Cullen Bunn, it all starts in this week's special MINIMUM CARNAGE: ALPHA and continues in the October and November issues of both books. You have to check this out!

ITEM TWO:

Have we mentioned Morbius? The co-star of the recent Lizard epic "No Turning Back" is in an all-new, ongoing comic coming up in January by Joe Keatinge and Rich Elson. (You'll get a sneak peek though in December's AMAZING SPIDER-MAN 699.1 by Keatinge and Valentine Delandro.)

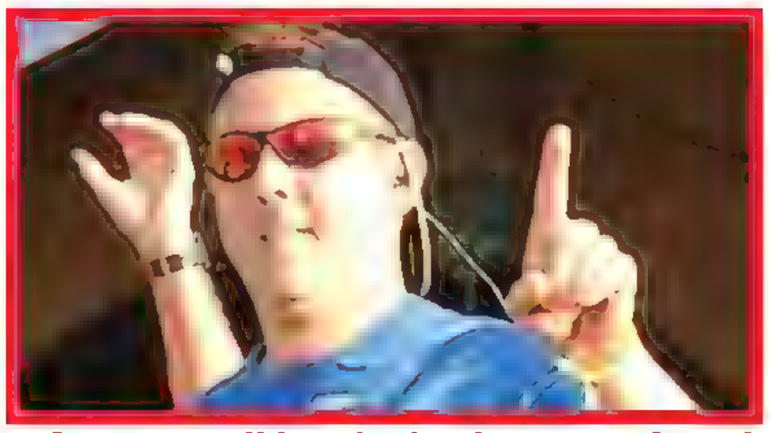
Here's an early look at the first issue's cover by Gabriele Dell'Otto!

ITEM THREE:

HAVE YOU SEEN THE AMAZING COVER TO SPIDEY 700 BY MR. GARCIN?!?!? YOU MUST!!!

ITEM FOUR:

Because we've been getting so many requests from the ladies (and even some of the guys), here's a look at dashing young letterer Chris Eliopoulos.



Anyone stalking the backstreets of north Jersey has possibly seen Chris on his many, many runs...sometimes running as much as 20Ks a day!

Here's a little known fact about Chris though: It's impossible to spell his name correctly. Even when you get close... it changes once again. It's a real puzzle wrapped up in an enigma...wrapped up in very tiny jogging shorts.

Another little known fact: Chris's side job is co-creating the comic sensation "Cow Boy" an Old West story about a little boy on a quest to round up his family. It's published by Archaia Press and after you've read all your Marvel Comics this week, I will let you spend fifteen minutes checking this book out.

ITEM FIVE:

There is no Item Five.

ITEM SIX:

SPIDER-MEN, the crossover between the Ultimate Universe and the Marvel Universe recently concluded with some terrific work by the mini-American Brian Michael Bendis and the superstar-in-the-making Sara Pichelli.

It was a really fun look at the heroes of two worlds: our own Peter Parker and Miles Morales. If you missed it this summer, the hardcover will be out soon. Tell your retailer you want it!

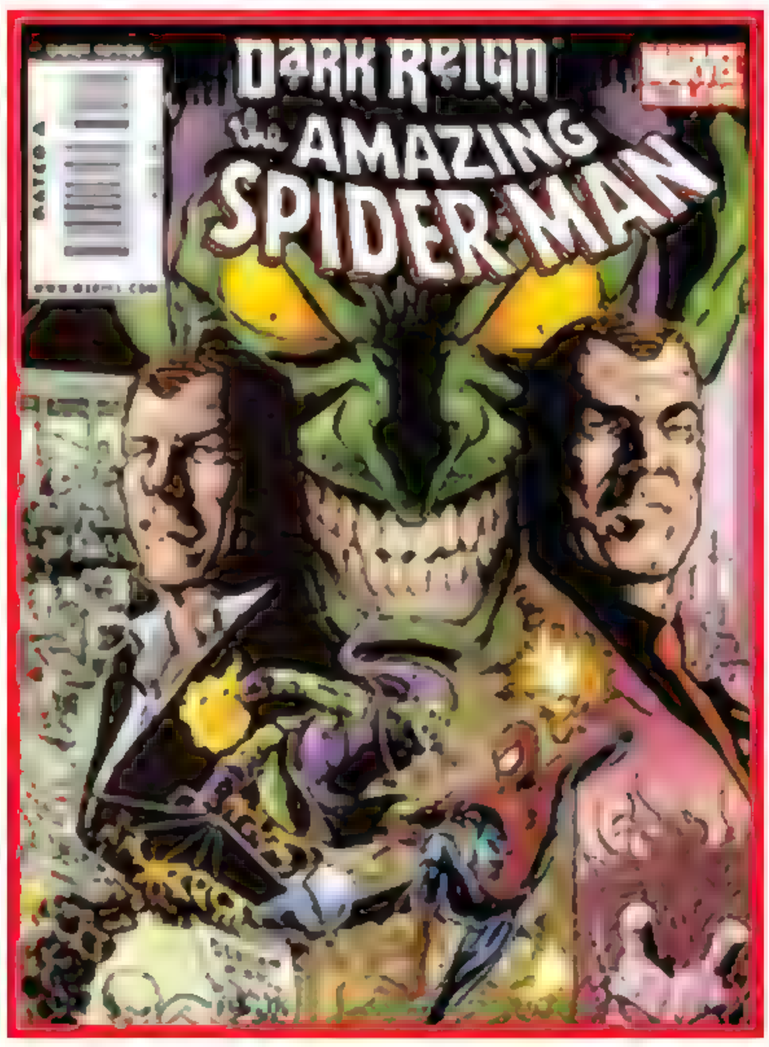
ITEM SEVEN:

Later this month, you'll be able to meet me, Dan Slott and many more members of the Spidey crew at the NEW YORK COMIC-CON. There will be a special Spidey panel on Sunday of the convention with some HUGE Arach-News and some special city-wide events for Spidey's 50th birthday.

If you haven't made plans to come, you have a couple more weeks to win the lottery and work it out. We'd love to see you there. (If you get Dan some sort of Doctor Who-related tchotchke, he'll probably tell you anything you want to know about the future of Spidey.)

ITEM EIGHT

Here's what was happening 100 issues ago in Spidey! "American Son" began by Joe Kelly and Phil Jimenez! Whatever happened to Phil anyway? He was a great Spidey artist.



All right, let's end this nonsense here. Be back in a couple weeks for part two of "Danger Zone." You can find it wrapped up in another cool cover by Steve McNiven!

Thanks to all of you out there and in here for 150 issues of Spidey fun. Most of you are the best fans in comics. (Some of you liked Axel's editing more, but that's just weird.)

Looking forward to the next five!

Viva Templar!
Simperin' Steve

RED SHE-HULK #58

PAINT THE TOWN RED!

"The return of a Hulk that the public will fear."
- Jeff Parker

#RedSheHulk

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SLOTT
GAGE
CAMUNCOLI
GREEN
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WHILE ATTENDING A DEMONSTRATION IN RADIOLOGY, HIGH SCHOOL SCIENCE STUDENT PETER PARKER WAS BITTEN BY A SPIDER THAT HAD ACCIDENTALLY BEEN EXPOSED TO RADIOACTIVE RAYS. THROUGH A MIRACLE OF SCIENCE, PETER SOON FOUND THAT HE HAD GAINED THE SPIDER'S POWERS...AND HAD, IN EFFECT, BECOME A HUMAN SPIDER! CURRENTLY, HE WORKS AS A RESEARCHER AT HORIZON LABS, BUT HE REMAINS...

the AMAZING SPIDER-MAN

PREVIOUSLY:

PHIL URICH BECAME THE NEW HOBGOBLIN AFTER HE KILLED THE OLD ONE AND NOW WORKS FOR THE KINGPIN.

BUT IT TURNS OUT THE ORIGINAL HOBGOBLIN--RODERICK KINGSLEY--IS STILL ALIVE AND BACK IN NEW YORK TO RECLAIM HIS TITLE!

...WHICH SENT MADAME WEB INTO A COMA AND HEIGHTENED SPIDER-MAN'S SPIDER-SENSE TO AN UNBEARABLE DEGREE...

MAX MODELL, WHO RUNS HORIZON LABS, TOLD THE DAILY BUGLE THAT PETER PARKER BUILDS SPIDER-MAN'S TECH.

DAILY BUGLE

THE MAN BEHIND SPIDER-MAN.

MEANWHILE, HORIZON LABS SCIENTIST TIBERIUS STONE SOLD SPIDER-SENSE JAMMING TOWERS TO THE KINGPIN AND ACTIVATED THEM...

...ALLOWING THE NEW HOBGOBLIN TO CAPTURE PETER PARKER!

WELCOME TO THE DANGER ZONE!

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Port Authority Bus Terminal.

OVER HERE! IT JUST HAPPENED...SHE COLLAPSED, STARTED SEIZING--

FUTURE... DYING. EVERYTHING... ENDS. FLASH OF GOLD...

I'M... SO SORRY... PETER...

Shadowland.

THE KINGPIN'S STRONGHOLD IN THE HEART OF NEW YORK CITY.

HOBGOBLIN!

I HOPE, FOR YOUR SAKE, YOU HAVE AN EXTREMELY *COMPELLING* EXPLANATION...

...AS TO WHY YOU HAVE BROUGHT THIS...*PERSON*... HERE.

NNGH... WHERE...?

SPIDER-SENSE IS STILL IN OVERDRIVE. HEAD'S POUNDING SO BAD IT'S HARD TO SEE...BUT I CAN TELL THIS IS *NOT GOOD*.

I GOT THE BEST EXPLANATION IN THE WORLD, BOSS. THIS IS *PETER BENJAMIN PARKER*.

AND HE'S THE KEY TO *EVERYTHING*. 'CAUSE BELIEVE IT OR NOT, THIS LITTLE GEEK IS...

...SPIDER-MAN'S BEST FRIEND!

HE'S A SCIENTIST AT *HORIZON LABS.* BUILDS ALL OF THE WALL-CRAWLER'S TECH. HE'S *VALUABLE* TO HIM.

ALL WE GOTTA DO IS GET WORD OUT TO THE SPIDER. HE'LL TRADE THE *"PACKAGE"* FOR PARKER... OR WE *OFF* THE NERD. EITHER WAY, WE SCORE A *WIN.*

"PACKAGE"? HOBGOBLIN'S TALKING ABOUT THE *BRIEFCASE* I TOOK FROM HIM. WHATEVER IT IS, THE KINGPIN WANTS IT *BAD.*

JUST ONE PROBLEM. WHATEVER HAPPENED TO JACK UP MY SPIDER-SENSE HAS GIVEN ME THE MOTHER OF ALL MIGRAINES. I *CAN'T FUNCTION.*

AND THE ONLY WAY TO KEEP THESE GUYS FROM *KILLING* ME...IS FOR *SPIDER-MAN* TO SHOW UP WITH MY RANSOM.

EVEN BY THE STANDARDS OF MY USUAL PARKER LUCK, I AM *ROYALLY SCREWED.*

DANGER ZONE

PART TWO: KEY TO THE KINGDOM

DAN SLOTT & CHRISTOS GAGE WRITERS
GIUSEPPE CAMUNCOLI PENCILS
DAN GREEN INKS
ANTONIO FABELA COLORS
VC'S CHRIS ELIOPOULOS LETTERER
McNIVEN & WEST COVER

ELLIE PYLE MAVERICK
STEPHEN WACKER GOOSE
AXEL ALONSO ICEMAN
JOE QUESADA JESTER
DAN BUCKLEY PUBLISHER
ALAN FINE EXEC. PRODUCER

INTERESTING. YOU, BOY...HOW DO YOU CONTACT SPIDER-MAN? SPEAK AS IF YOUR *LIFE* DEPENDS ON IT.

TIME TO PLAY A HUNCH. I'M GUESSING IT'S NO COINCIDENCE MY HEAD WENT WONKY RIGHT BEFORE HOBGOBLIN ATTACKED...

IT'S A *SIGNAL.* BASED ON THE SPIDER-SENSE THAT WARNS HIM OF DANGER. BUT RIGHT BEFORE YOUR GUY GRABBED ME, HE CALLED. SAID YOU'D *DONE* SOMETHING TO HIM...

...RAMPED HIS SPIDER-SENSE INTO OVERDRIVE. IT'S GOING OFF *CONSTANTLY,* IN RESPONSE TO THE TINIEST THREAT. MY SIGNAL CAN'T GET THROUGH. YOU'LL HAVE TO TURN IT *OFF.*

HMM...NO. NO, I DON'T THINK I WILL.

THIS IS GOOD NEWS FOR YOU, STONE. YOUR DEVICE FUNCTIONS PROPERLY. WHICH MEANS YOUR *LEGS* MAY CONTINUE TO AS WELL.

Y-YES, SIR. AND IF I MAY, I THINK I KNOW HOW TO GET A MESSAGE TO SPIDER-MAN REGARDLESS. BUT WE'LL NEED TO RECORD IT.

TIBERIUS STONE! I KNEW I SAW HIM WHEN I FOUGHT HOBGOBLIN.

THAT TRAITOR'S BEEN WORKING FOR THE KINGPIN...SELLING HIM HORIZON LABS' SECRETS! I'M GONNA--

--I'M GONNA *SIT TIGHT.* 'CAUSE WITH THAT JAMMER ON, I CAN BARELY STAND.

BUT THE SECOND THEY GIVE ME AN OPENING...

I CAN RECORD A HOSTAGE VIDEO ON MY DRONE CAMERA. IT SHOULD BE AROUND... IT'S *PROGRAMMED* TO STAY CLOSE.

HEY...

"...WHERE THE HELL IS THAT THING?"

SO, "PHIL URICH," YOU THINK YOU HAVE WHAT IT TAKES TO BE THE *HOBGOBLIN?*

DOESN'T LOOK THAT WAY TO ME.

Phil Urich's apartment.

I MEAN, KEEPING YOUR GEAR IN YOUR *APARTMENT?* THAT'S WORSE THAN A ROOKIE MISTAKE. IT'S JUST *DUMB.*

AND IN THIS LINE OF WORK, IF YOU'RE *STUPID,* YOU PAY THE PRICE.

JUST HAVE TO FIGURE OUT WHAT THAT PRICE IS GONNA BE. AH...I *WONDERED* IF YOU WERE ANY RELATION TO THAT PAIN-IN-THE-BUTT REPORTER.

DO I GET BACK AT YOU FOR KILLING MY *BROTHER* BY GOING AFTER YOUR BELOVED UNCLE BEN?

HOLD ON. I THINK I JUST FOUND SOMETHING YOU CARE ABOUT *MORE.*

SOMEONE'S BEEN USING THE BAT-DRONE TO BE A *PEEPING TOM.* AH, KID. YOU GET MORE PATHETIC BY THE MINUTE.

BUT THAT PRETTY MUCH SETTLES IT.

STUPID MISTAKE NUMBER TWO: NO WOMAN'S WORTH GETTING THAT HUNG UP ON. IT JUST MAKES YOU *WEAK.*

ALTHOUGH I GUESS *THIS* PARTICULAR WEAKNESS IS PRACTICALLY A *TRADITION.*

WE GOBLINS JUST CAN'T RESIST THE *BLONDES.*

BUT YOU SHOULD BE THROWING HER OFF A *BRIDGE,* NOT FOLLOWING HER AROUND LIKE A LOVESICK SCHOOLBOY.

KIDDO, YOU'RE DOING IT *WRONG...*

...AND IT'S WAY PAST TIME THE *ORIGINAL HOBGOBLIN* TOOK YOU TO *SCHOOL.*

Horizon Labs.
SOUTH STREET SEAPORT.

HORIZON

To: mmodell@horizonlabs.com
From: pparker@horizonlabs.com
Re: Urgent - Eyes Only

OH, NO... PETER!

MODELL. FIRST THINGS FIRST. WE'RE WATCHING YOU. YOU CALL THE POLICE, THE AVENGERS, ANYONE...PARKER DIES. YOU FORWARD THIS EMAIL, HE DIES.

YOU MENTION THIS TO ANYBODY... WELL. YOU'RE A SMART GUY. YOU GET THE GIST.

WE GOT AN INSIDE SOURCE SAYS THAT YOU AND PARKER HAVE BOTH BEEN BUILDING TECH FOR THE SPIDER.

SO YOU GET AHOLD OF OL' WEB-HEAD. TELL HIM TO BRING THE CASE TO SHADOWLAND. ALONE. HE'LL KNOW WHAT YOU MEAN.

BUT I HAVE NO IDEA HOW TO REACH--

AND DO IT FAST. OR YOU'RE GONNA NEED TO TAKE OUT A "HELP WANTED" AD.

Moments Later...

I DON'T THINK PETE'S IN TODAY, MAX.

THAT'S OKAY, UATU. I JUST NEED... SOME *NOTES* I LEFT IN THERE.

WE'VE BEEN COLLABORATING ON A *PROJECT*. UM, NOTHING I CAN DISCUSS YET...

UH-HUH.

I'M SORRY, PETER. I KNOW I PROMISED THE *BLACK BOX* WAS YOUR SANCTUARY. YOU MUST REALIZE I'D *NEVER* INVADE YOUR PRIVACY IF THERE WAS ANOTHER OPTION.

BUT IT'S WHERE YOU DO YOUR SPIDER-MAN WORK. IF THERE'S A WAY TO REACH HIM, IT'S GOT TO BE INSIDE. AND YOUR *LIFE* DEPENDS ON IT.

I'D LIKE TO THINK YOU'D BE IMPRESSED BY THE *"ALL ACCESS"* KEY.

IT USES LOCALIZED TACHYONS TO LOOK INTO THE PAST, DISCOVER WHAT CODE PATTERN WAS ENTERED MOST OFTEN...

...AND *REPLICATE* IT.

CLICK

OH... MY.

I KNOW THAT, IN A SENSE, YOU PREPARE SPIDER-MAN FOR *BATTLE*. BUT UNTIL JUST NOW, I NEVER THOUGHT OF HORIZON AS...MANUFACTURING *WEAPONS*.

NO TIME FOR THAT NOW. ESPECIALLY WHEN I THINK I JUST GOT LUCKY.

ALL RIGHT. CLEARLY I'D BE A FOOL TO TRUST THESE PEOPLE. AND THEY PROBABLY ARE WATCHING ME.

THIS IS CLEARLY THE "*CASE*" THE KIDNAPPERS WANT; THE SECURITY TECH IS LIKE NOTHING ELSE HERE.

BUT I'D BET THE PEOPLE THEY *USUALLY* BLACKMAIL AREN'T *GENIUS INVENTORS*...

Columbia University Medical Center.
COMA WARD.

NOT A SHRED OF I.D. NOTHING BUT THE CELL PHONE SHE USED TO CALL 911.

WHICH WAS A BURNER...UNTRACEABLE. I COULD RUN HER FINGERPRINTS THROUGH A.F.I.S., SEE IF ANYTHING POPS.

I DON'T THINK THAT'LL WORK, CHUCK.

THE SKIN OVER HER FINGERTIPS HAS BEEN SANDED OFF. NOT LONG AGO.

THIS LADY REALLY DIDN'T WANT TO BE FOUND. QUESTION IS, WAS SHE RUNNING FROM US, OR SOMEONE ELSE? I'LL CHECK WANTED FUGITIVES.

DON'T FORGET HOSPITALS. SHE COULD BE RUNNING FROM *HERSELF,* IN A SENSE.

HEAD CASE?

IT'S POSSIBLE. ACCORDING TO THE PARAMEDICS, BEFORE SHE LOST CONSCIOUSNESS SHE WAS GOING ON ABOUT THE *APOCALYPSE* OR SOMETHING...WAIT, HERE IT IS.

HER EXACT WORDS WERE, *"HIS FUTURE WILL END...*

"'...IN A FLASH OF GOLD.'

"RODRIGUEZ SAID SHE LOOKED TERRIFIED...

"...BUT SHE NEVER SAID OF WHAT."

MASTER, A MAN IS AT THE GATE. HE HAS BROUGHT THE CASE.

SPIDER-MAN?

DOUBTFUL.

"HE IS OLD, FAT AND WEAK."

N-NOW YOU LISTEN TO ME... I'VE GOT WHAT YOU ASKED FOR, BUT I'M NO FOOL. ***SPIDER-MAN*** IS WITH ME. HE'S WATCHING, TO MAKE SURE THERE AREN'T ANY TRICKS.

I'LL GIVE YOU THE CASE...AS SOON AS YOU PROVE TO ME ***PETER PARKER'S ALIVE.***

PETER!

MAX? ARE YOU CRAZY? NOW THAT YOU'VE BROUGHT THEM WHAT THEY WANT, THEY'LL ***KILL US BOTH!***

THEY WOULDN'T DARE. THE SITUATION'S UNDER CONTROL. SPIDER-MAN IS WATCHING.

I LOVE YOU FOR TRYING, MAX...BUT EVEN IF I ***WASN'T*** SPIDER-MAN, I'D KNOW YOU WERE BLUFFING. YOU LOOK LIKE YOU'RE DROWNING IN YOUR OWN SWEAT.

COULD'VE BROKEN FREE ANY TIME, BUT THE CONDITION I'M IN--WITH KINGPIN, HOBGOBLIN AND A BILLION NINJAS AROUND--I DON'T STAND A CHANCE.

BUT WITH MAX'S NECK ON THE CHOPPING BLOCK, I DON'T HAVE A CHOICE. JUST WISH I COULD THINK OF SOMETHING THAT WON'T GET US ***BOTH*** KILLED...

ENOUGH OF THIS CHARADE. SPIDER-MAN WOULD *NEVER* ENDANGER AN OLD FOOL LIKE YOU WHEN HE COULD COME HIMSELF.

WAIT! I'M AN INVENTOR. IF YOU LET US GO, I'LL HELP YOU DISARM THE CASE. IT'S BOOBY-TRAPPED...IT'LL KILL WHOEVER OPENS IT-- I'M *NOT* LYING ABOUT THAT.

I KNOW.

FUJIWARA.

YOU HONOR ME, MASTER.

AAIEEEGHH

WZZRRAKK

AT LAST...

...THE *GOBLIN KEY* IS MINE.

AND WITH IT, ***NORMAN OSBORN'S*** MOST VALUED CACHE OF ASSETS. FROM HIS GOBLIN TECH TO THE ***SECRETS*** HE AMASSED AS HEAD OF THE H.A.M.M.E.R. NATIONAL SECURITY AGENCY.

THERE IS NO GREATER TREASURE TROVE IN THIS WORLD.

HOT

HAHAHA HAHA!

YOU'RE RIGHT, CHUBS. TOO BAD IT BELONGS TO *ME*.

SSSTHNK

OR MAYBE THAT KEY'S A *KNOCKOFF.* I DOUBT YOU COULD TELL.

I MEAN, YOU OBVIOUSLY DON'T KNOW THE *REAL HOBGOBLIN* FROM A *CHEAP IMITATION.*

YOU GOTTA BE *KIDDING.*

IF THERE'S A KNOCKOFF HERE, IT'S *YOU,* PAL.

'CAUSE I *KILLED* THE OLD HOBGOBLIN...BUT I DON'T MIND DOING IT *AGAIN!*

MY NAME'S *RODERICK KINGSLEY.* THAT WAS MY *BROTHER* YOU KILLED.

WHICH, HONESTLY, I'M FINE WITH. HE WAS AN *IDIOT.*

BUT THEN YOU WENT *TOO FAR...*

YOU STOLE MY *BRAND...*

SO YOU'RE A DEAD MAN!

WAIT. THIS SHOULD BE... AMUSING.

PETER, THIS IS OUR CHANCE!

HOLD ON, I'LL UNTIE YOU--

WAY AHEAD OF YOU. THERE WAS, UH, A NAIL. I WAS WAITING FOR AN OPENING.

BUT THIS ISN'T IT. THERE'S A DOZEN NINJAS BETWEEN US AND THE DOOR.

WHAT WERE YOU THINKING? WHY DIDN'T YOU CALL THE COPS, THE *AVENGERS*--

THEY SAID IF I DID THEY'D KNOW, AND THEY'D *KILL* YOU.

AND YOU *FELL* FOR IT? YOU'RE SUPPOSED TO BE A GENIUS!

IN A MANNER OF SPEAKING. THESE ARE SPIDER-MAN'S *WEB-SHOOTERS*, AREN'T THEY?

HONESTLY, THOUGH, I'M AFRAID I'D JUST WEB MYSELF IN THE FACE. YOU DESIGNED THEM...MAYBE *YOU* SHOULD USE THEM?

I DIDN'T BLINDLY FOLLOW THEIR ORDERS. I CAME ARMED.

YOU'RE KIDDING ME. MAX MODELL IS PACKING?

GOOD IDEA. I'VE HAD SOME PRACTICE...DURING THE *TESTING PHASE.*

BUT MY HEAD'S SPLITTING... AND NO WONDER, THERE'S *REAL* DANGER ALL AROUND.

THE WAY I FEEL, I'M NOT SURE I CAN DO ANY BETTER THAN MAX...

JUST 'CAUSE YOU CAN'T APPRECIATE SOMETHING DOESN'T MAKE IT USELESS. IT MAKES YOU *STUPID AND IMPATIENT,* LIKE YOUR WHOLE GENERATION...

...PHIL.

I KNOW MORE THAN THAT, PUNK. I'VE GOT A LOCK ON YOUR LITTLE PIECE OF FLUFF, *NORAH WINTERS...*

...AND IF I SAY THE WORD, SHE *DIES.*

FSSHSSH

WHOOM

YOU KNOW?

LOOK AT YOU. YOU'RE LIKE A *CASSETTE TAPE.* KINDA FUN IN A NOSTALGIC WAY...

...BUT *USELESS!*

SHE'S *MINE,* YOU HAS-BEEN! YOU LAY A HAND ON HER AND I'LL--

MAX, IN CASE SOMETHING HAPPENS TO ME...THIS IS HOW YOU ADJUST THE WEB-SHOOTERS.

I'M SETTING THIS ONE FOR AN *ULTRA-THIN STRAND.*

PETER, YOUR NOSE IS *BLEEDING!*

MAX, PLEASE... I'VE GOT TO CONCENTRATE.

I'LL ONLY GET ONE SHOT AT THIS...

THWIP

WHAT--?

TNNGG

YES! NAILED IT!

NO! YOU IDIOTS! THAT'S THE CENTRAL TRANSMITTER!

TIBERIUS STONE? W-WHAT--

C'MON, MAX. THIS IS OUR CHANCE TO BAIL.

ARE YOU SURE YOU'RE UP TO IT?

NEVER FELT BETTER. IN FACT...

...MY PRACTICE SESSIONS ARE COMING BACK TO ME.

THWIP

BRRAASHH

YOINK!

EH--?

THE KEY! GET THEM!

HOLD THIS, MAX. I'M GONNA NEED BOTH HANDS FREE...

...TO DO THIS!

OH!

YOU'RE GOOD WITH THOSE.

I GOT A LOT OF PRACTICE DURING THAT SPIDER-ISLAND THING.

LOCKED. MAYBE I CAN--

LET ME. I HAVE JUST THE THING.

SPIDER-ISLAND... YES. IF I HADN'T SEEN YOU *AND* SPIDER-MAN TOGETHER THEN, I'D ALMOST--

HAAAII---

--MMFF!

THWIP

THWIP

ALMOST WHAT?

NOTHING.

LET'S GO!

BOTH OF YOU, *STOP THIS!* THEY'VE TAKEN THE KEY!

I DON'T CARE WHAT GRUDGES YOU HOLD FOR EACH OTHER. GET THEM...OR MAKE AN ENEMY OF *ME!*

WHAT?

NO. *THAT'S* MINE TOO.

LISTEN, PUNK. YOU EVER WANT TO SEE THAT GIRL AGAIN, YOU'LL HELP ME GET THE KEY BACK.

HOW ABOUT THIS? WE *BOTH* WANT THE KEY...

WE CAN KILL EACH OTHER OVER WHO GETS IT...

...AFTER WE KILL THE GEEKS!

NEXT: GET THAT NERD!

the AMAZING SPIDER-MAIL

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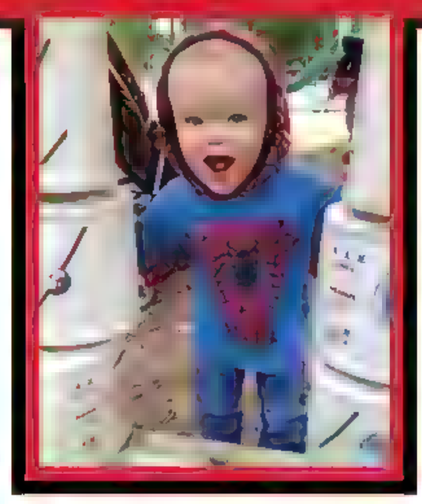

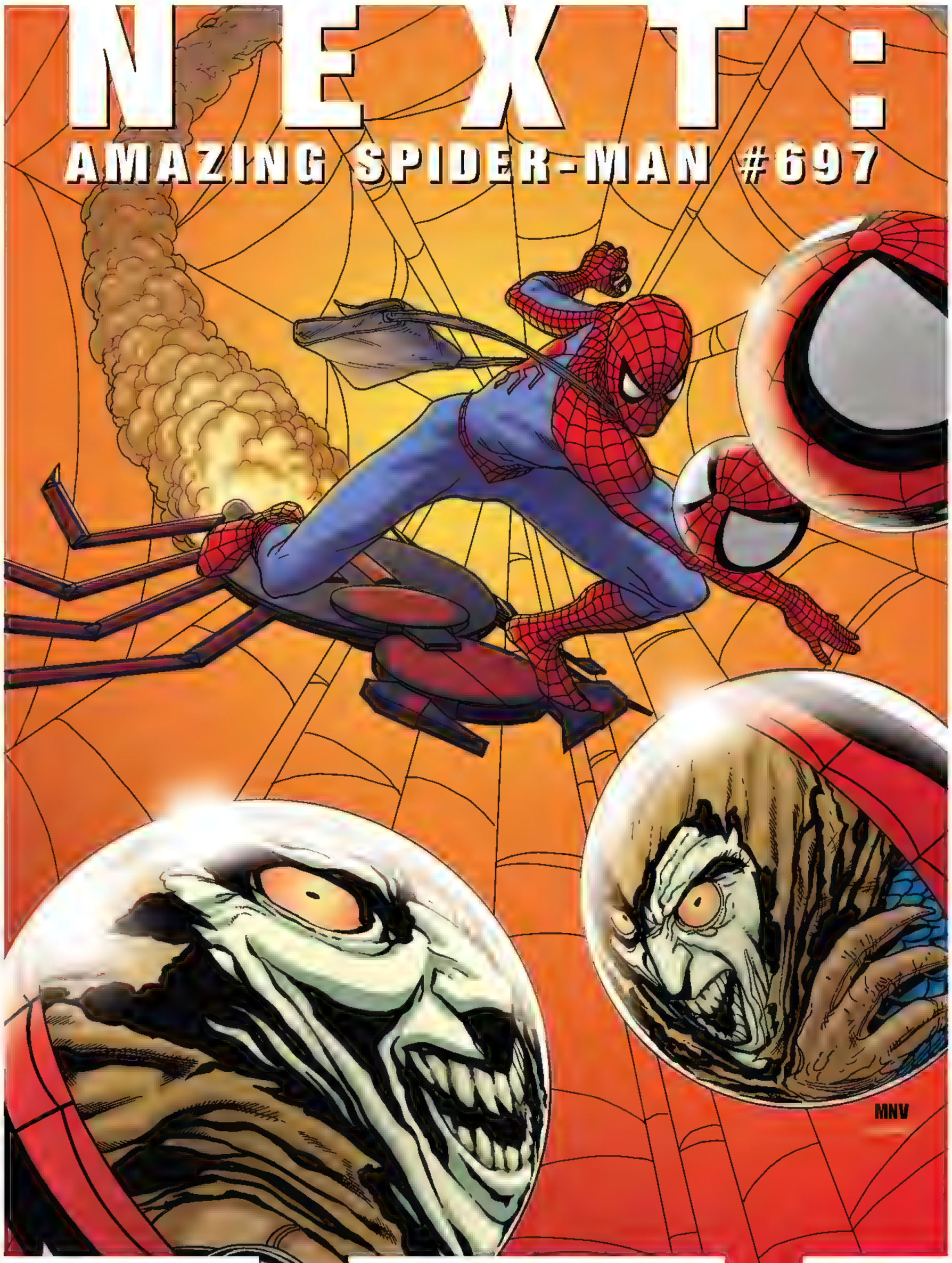

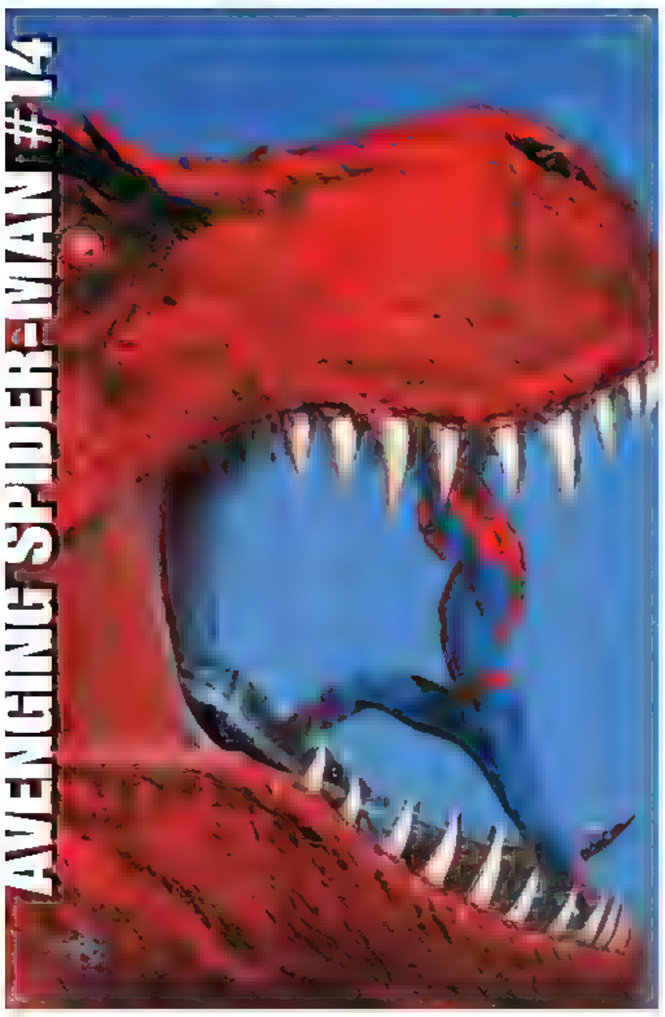

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PREVIOUSLY:

PETER PARKER WAS CAPTURED BY THE HOBGOBLIN, PHIL URICH, AFTER SPIDER-JAMMING TOWERS MADE PETE'S SPIDER-SENSE GO CRAZY.

THEN THE ORIGINAL HOBGOBLIN, RODERICK KINGSLEY, SHOWED UP TO RECLAIM HIS TITLE FROM PHIL URICH AND STEAL THE GOBLIN KEY.

NOW IT'S HOBGOBLIN VS. HOBGOBLIN VS HORIZON SCIENTISTS

MAX MODELL, WHO RUNS HORIZON LABS, TOLD THE DAILY BUGLE THAT PETER PARKER BUILDS SPIDER-MAN'S TECH.

DAILY BUGLE
THE MAN BEHIND SPIDER-MAN.

SO THE KINGPIN HELD PETE HOSTAGE IN HOPES THAT SPIDER-MAN WOULD TRADE A BRIEFCASE THAT CONTAINED THE KEY TO THE GOBLIN WORKSHOP TO GET HIM BACK.

BUT NOT KNOWING HOW TO FIND SPIDER-MAN, MAX MODELL BROUGHT THE BRIEFCASE TO THE KINGPIN INSTEAD.

WELCOME TO THE DANGER ZONE!

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YOU PASSED YOURSELF OFF AS THE *HOBGOBLIN?* YOU CAN'T EVEN KILL A COUPLE OF GEEKS!

GEEKS WHO *BUILD WEAPONS FOR SPIDER-MAN!* AND I DON'T SEE YOU DOING ANY BETTER, OLD MAN!

PETER! THE *GOBLIN KEY* IS PINGING--GETTING LOUDER! I THINK IT'S LEADING US TO *NORMAN OSBORN'S* SECRET CACHE!

PING PING

THEN FOLLOW IT, MAX! I'M BETTING OSBORN'S GOT THOSE FILES IN SOME KIND OF PANIC ROOM. IF WE CAN GET IN, WE'LL BE SAFE!

DANGER ZONE

PART THREE: WAR OF THE GOBLINS

SLOTT & GAGE WRITERS — **CAMUNCOLI** PENCILS — **GREEN & DELL** INKS

FABELA COLORS — **ELIOPOULOS** LETTERER — **McNIVEN & WEST** COVER

PYLE ASSISTANT EDITOR — **WACKER** EDITOR — **ALONSO** EDITOR IN CHIEF — **QUESADA** CHIEF CREATIVE OFFICER — **BUCKLEY** PUBLISHER — **FINE** EXEC. PRODUCER

AND I'M NOT SURE HOW MUCH LONGER I CAN PROTECT US. *KINGPIN* AND *TIBERIUS STONE* SET UP *SPIDER-JAMMERS* ALL OVER THE CITY. I WRECKED THE MAIN ONE BACK THERE...

...BUT THE FURTHER AWAY WE GET, THE MORE THE OTHERS RAMP MY SPIDER-SENSE INTO OVERDRIVE. HEAD'S POUNDING... CAN BARELY SEE STRAIGHT...

WATCH AND LEARN, PUNK.

WHHTT

THWIP

NO! I MISSED-- AND IT'S HEADING STRAIGHT FOR--

MAX!

HM?

TOINK

COFFEE BAGEL DONUT 1 25

OH. DIDN'T I MENTION MY *FORCE FIELD?*

IT'S A PROTOTYPE ***PROTECTION SYSTEM*** FOR FIRST RESPONDERS. I WASN'T GOING INTO THE LION'S DEN DEFENSELESS.

ONLY PROBLEM IS-- IT'S RUNNING ON MY CELL PHONE BATTERY, AND IT'LL BURN OUT SOON. BUT FOR NOW, GET IN FRONT OF ME. IT'LL PROTECT US BOTH.

YOU'RE DEFINITELY A GENIUS, MAX. WE'VE GOT A CHANCE AS LONG AS IT--AND THE WEB-SHOOTERS YOU BROUGHT ME--HOLD OUT...

...AND AS LONG AS *NEW COKE HOBGOBLIN* AND *CLASSIC HOBGOBLIN* ARE FIGHTING *EACH OTHER* AS MUCH AS US!

I'M OUT OF BOMBS! GIMME YOUR BAG, GRAMPA--

HEY!

HANDS OFF, WANNABE!

GAH! THAT'S IT. I DON'T CARE WHAT THE KINGPIN SAYS...

...YOU'RE A DEAD MAN!

IF THAT'S HOW YOU WANNA PLAY IT. BUT REMEMBER...

"...I'VE GOT A *BAT-DRONE LOADED WITH C4* TAILING YOUR SWEETIE-PIE, NORAH.

"YOU MESS WITH THE ALPHA DOG AND IT'LL BE RAINING PIECES OF HER ALL OVER THE WEST SIDE HIGHWAY."

DEET DEET DEET

PETER! THE GOBLIN KEY'S GOING CRAZY!

WE'RE SPITTING DISTANCE FROM THE *OSCORP* BUILDNG. NORMAN WOULD WANT HIS SECRET STASH CLOSE BY.

I THINK I CAN BE MORE SPECIFIC.

RRAAAM

THERE!

MOVE!

DAMN IT!

TOOK YOUR EYE OFF THE BALL. ROOKIE MISTAKE.

WILL. YOU. SHUT. *UP!*

RELAX. WE'LL GET IN. AND IF OSBORN'S VAULT IS ANYTHING LIKE THE ONE I BROKE INTO BACK IN THE DAY...

...THERE'S A PRETTY GOOD CHANCE THOSE TWO IDIOTS WILL BE *DEAD* WHEN WE DO.

OH...MY.

THIS MAKES YOUR CACHE OF *SPIDER-MAN'S* EQUIPMENT LOOK LIKE A STREET VENDOR'S TABLE.

WELL... I MEAN, NORMAN'S RICH.

IF YOU PAID ME MORE, I COULD HAVE SOMETHING LIKE THIS.

HELLO. WELCOME TO THE GOBLIN'S WORKSHOP. I'M NORMAN OSBORN.

IF YOU'RE SEEING THIS, YOU'RE NOT ME. WHICH IS UNFORTUNATE FOR YOU ON SO MANY LEVELS.

EASY. IT'S A HOLOGRAM.

NOT THE LEAST OF WHICH IS, IF YOU FAIL TO ENTER THE AUTHORIZATION CODE IN SIXTY SECONDS, THIS ENTIRE FACILITY, WHICH YOU MAY BE ASSURED IS ON TOTAL LOCKDOWN...

...WILL SELF-DESTRUCT. WITH YOU IN IT.

Seattle, Washington.

DEETLE DEET

JUST ANSWERING THIS CALL MEANS I HAVE TO *MOVE* AGAIN.

I'M SORRY, HARRY. BUT THIS IS REALLY AN EMERGENCY.

DO YOU KNOW THE SECURITY CODE FOR SOMETHING CALLED THE **GOBLIN'S WORKSHOP?** HATE TO RUSH YOU, BUT I'M KINDA ON THE CLOCK HERE.

UNLESS DAD CHANGED IT SINCE MY GOBLIN DAYS, IT'S "STROMM."

THE FIRST BUSINESS PARTNER HE SCREWED OVER. HE'S *SENTIMENTAL* LIKE THAT.

DID IT WORK, PETE? PETE...?

HNH.

SIGNAL LOST

HEY, STANLEY, I EVER TELL YOU ABOUT MY FRIEND PETER?

NICE GUY, BUT HE CAN NEVER SEEM TO GET THE *DRAMA* OUT OF HIS LIFE. UNLIKE US, RIGHT, BUDDY?

C'MON, LET'S GO FEED THE BIRDS.

CARREEK

VERY GOOD. CLEARLY I WANT YOU TO HAVE WHAT'S IN HERE. AND CLEARLY YOU POSSESS THE NECESSARY QUALITIES TO PUT IT TO GOOD USE.

HAVE FUN.

WHAT NOW? MY CELL PHONE'S ALMOST OUT OF POWER. SHOULD WE CALL THE POLICE? THE FANTASTIC FOUR? DOES *SPIDER-MAN* HAVE A CELL?

I HATE TO SAY IT, MAX...

"...BUT I'M NOT SURE *ANYONE* CAN GET HERE IN TIME."

BKRAMMM

ALMOST THROUGH, JUNIOR.

YEAH, BUT IT'S TAKING TOO LONG.

I'VE GOT AN IDEA.

HEY, PARKER! YOU BETTER OPEN UP! WE'VE GOT A BAT-DRONE FULL OF EXPLOSIVES AIMED AT YOUR FRIEND, NORAH WINTERS!

GIVE US WHAT'S IN THAT VAULT! OR SHE'S GONNA BE *ABSTRACT ART* ALONG THE WEST SIDE HIGHWAY!

WHAT'S IT GONNA BE, PARKER? *TICK, TICK TICK...*

YOU MEAN IT, DON'T YOU?

NOT BAD, KID. *NOW* YOU'RE GETTING YOUR PRIORITIES IN ORDER.

YOU MIGHT JUST HAVE A *FUTURE* AT THIS.

HOW DO WE KNOW YOU WON'T KILL US AND THEN KILL HER ANYWAY?

USE YOUR HEAD, PARKER! ALL WE WANT IS OSBORN'S STASH! YOU THREE CAN GO FLY A KITE FOR ALL WE CARE!

I REALIZE YOU'RE JUST BUYING TIME, BUT MAYBE WE *SHOULD* CONSIDER NEGOTIATING.

DON'T KID YOURSELF, MAX. THEY'D MURDER US ALL WITHOUT THINKING TWICE.

BUT THIS EQUIPMENT...WE'VE HAD SO LITTLE TIME, AND IT'S SO COMPLEX--

I HELPED SPIDER-MAN BUILD A VERSION OF THIS. THE "*SPIDER-GLIDER.*" I'M USED TO IT.

ANYWAY, IT'S NOT ROCKET SCIENCE. I'LL PUT THIS ON, *PRETEND* TO BE SPIDER-MAN, DISTRACT THEM, YOU GET OUT. AND BRING HELP FOR ME...*AND* NORAH!

I'VE DONE IT BEFORE...

"*PRETEND*" TO BE SPIDER-MAN. BECAUSE THAT'S SO SIMPLE.

"...AS FAR BACK AS *HIGH SCHOOL.*"

THAT'S WHAT PETE TOLD EVERYONE WHEN DOC OCK UNMASKED HIM IN ASM #12! -FLASHWACK WACKER.

I'M NOT SAYING IT WORKED OUT GREAT...

...BUT ALL I HAVE TO DO THIS TIME IS *RUN FOR MY LIFE.* WHICH I THINK I CAN MANAGE...

...UNLESS SOMETHING *ELSE* GOES WRONG.

MY PATIENCE IS *RAPIDLY RUNNING OUT*, STONE. I WANT THE HOBGOBLIN *COMPLETELY FOCUSED* ON RETRIEVING THE GOBLIN KEY.

YOUR DEVICE WAS MEANT TO *PREVENT* SPIDER-MAN'S INTERFERENCE. IF YOU CAN'T DELIVER ON THAT PROMISE--

WAIT! IT'S WORKING!

DON'T WORRY, MR. FISK. NOW THAT THE MASTER *SPIDER-JAMMER'S* FUNCTIONING AGAIN, HIS SPIDER-SENSE IS BACK ON OVERDRIVE. WHEREVER SPIDER-MAN IS....

Shadowland.
THE KINGPIN'S STRONGHOLD.

"...HE'S IN *AGONY!*"

NNAAHH!

PETER!

M-MIGRAINE... FROM THE STRESS.

I'M AFRAID YOU'LL HAVE TO FIGHT THROUGH IT. THE HOBGOBLINS HAVE BEGUN TRYING TO BREAK IN AGAIN. FROM THE SOUNDS, WE DON'T HAVE LONG.

I'M...F-FINE. LOOK, OSBORN ALWAYS HAS A *BACKUP PLAN.* CHECK THE COMPUTER...SEE IF YOU CAN FIND SCHEMATICS FOR THIS PLACE. THERE MIGHT BE ANOTHER EXIT...

I'LL DO MY BEST. THE GOOD NEWS IS, HE HASN'T BOTHERED WITH MUCH ENCRYPTION... APPARENTLY THE *SELF-DESTRUCT SYSTEM* WAS HIS FIREWALL.

THANK GOD...COULDN'T HIDE THE PAIN ANY LONGER. I THOUGHT THIS WAS BAD BEFORE, BUT WITH TWO HOBGOBLINS COMING TO KILL ME, IT'S *EXCRUCIATING.*

MY SPIDER-SENSE HAS SAVED MY LIFE A MILLION TIMES. BUT NOW IT'S GOING TO BE THE DEATH OF *BOTH* OF US.

YOU WERE RIGHT! THERE'S AN *ESCAPE HATCH* BEHIND THE TARGET DUMMIES. THE UNLOCK MECHANISM'S CODED...

S-SEE IF YOU CAN CRACK IT.

"*FIGHT THROUGH IT*," MAX SAID. HOW DO YOU FIGHT THROUGH YOUR BRAIN FEELING LIKE IT'S *EXPLODING OUT OF YOUR SKULL?*

NEVER THOUGHT I'D MISS THE DAYS WHEN I LOST MY SPIDER-SENSE. I MADE OUT FINE, AFTER *SHANG-CHI* TAUGHT ME MARTIAL ARTS--

WAIT. THAT TRAINING--IT WAS ALL ABOUT *MASTERING* MY BODY. UNDERSTANDING IT, AND *EXCEEDING* ITS LIMITATIONS.

THIS IS NO DIFFERENT THAN THE PAIN OF A BROKEN BONE. GOT TO *FOCUS*...

...BLOCK IT OUT. PUT UP A *WALL* AROUND MY SPIDER-SENSE... SEAL IT OFF...

...JUST WISH IT DIDN'T HURT *SO MUCH*...

YES! THE HATCH IS OPEN.

I'VE REACTIVATED THE SELF-DESTRUCT SEQUENCE ON A TEN-MINUTE TIMER-- REGARDLESS OF WHAT HAPPENS, *NO ONE* WILL GET WHAT'S IN HERE.

AND WITH THE SCHEMATICS I'VE FOUND FOR THE BAT-DRONE TECH, I THINK I CAN TRACK NORAH THROUGH THE DRONE THAT'S FOLLOWING HER.

EVERYTHING'S SET, PETER. ARE YOU READY?

LET'S DO THIS.

EVELYN GLIDER MARK 1

SHRRAAKK

ONE MORE WHACK OUGHTA DO IT.

HEY, GUYS, I *LOVE* YOUR OUTFITS.

GLIDERS AND BOMBS ARE *THE* HOT TREND RIGHT NOW.

SPIDER-MAN? BEEN A WHILE, HASN'T IT, BUG?

NO WAY! HOW ARE YOU EVEN STANDING? STONE SAID YOUR BRAINS'D BE BOILING OUTTA YOUR EARS BY NOW!

SORRY, ZIPPY. DIDN'T GET THAT MEMO.

NOW WHICH ONE ARE YOU SUPPOSED TO BE? LEEDS? MACENDALE? OR--

HEY! I KNOW THAT CHEEKBONE ANYWHERE. RODDY! HOW'S TRICKS?

SO FAR, SO GOOD...NO SPIDER-SENSE WARNING ME OF ATTACKS, BUT IT'S NOT PLAYING ***IRON MAIDEN*** IN MY HEAD EITHER.

NOW ALL I HAVE TO DO IS SURVIVE AGAINST ***TWO*** HOBGOBLINS...

HEY! YOU ALMOST HIT ME!

WOULD ONE DEADLY THREAT AT A TIME BE TOO MUCH TO ASK?

STILL WAITING TO HEAR THE DOWNSIDE.

I HAVE SPIDER-MAN FIGHTING THE HOBGOBLIN NEAR THE OSCORP BUILDING! WAIT, MAKE THAT *TWO* HOBGOBLINS!

POLICE

--ALL UNITS IN THE VICINITY, RESPOND. PERPETRATORS IDENTIFIED AS THE HOBGOBLIN--

--AND SPIDER-MAN.

POLICE

I AM SO GONNA KILL YOU BOTH FOR THIS!

KILLING--GOOD IDEA. IT'S TIME SPIDER-MAN GOT A REMINDER WHAT HAPPENS WHEN HE CROSSES THE *REAL* HOBGOBLIN.

PEOPLE *DIE.*

STARTING WITH *NORAH WINTERS.*

NO!

HUH. I THOUGHT HIM BLOWING NORAH TO BITS WOULD BOTHER ME. BUT ALL I CAN THINK IS...

HA! NOW THE SHOE'S ON THE OTHER FOOT!

HOW DO *YOU* LIKE BEING COLLATERAL DAMAGE, OLD MAN?

I DON'T NEED SPIDER-SENSE TO TELL ME I'M A SITTING DUCK LIKE THIS. BUT I CAN'T LET GO.

GOTTA BUY MAX AS MUCH TIME AS I CAN...

...AND PRAY NORAH'S CLOSE BY!

BEDEEP

COBRETT

COBRETT

COBRETT

NEW YORK LET'S CLEAN UP

AAAA!

WHOOOOM

WHAT THE HECK--? YOU'RE MAX MODELL!

UH, YES. AND YOU'VE JUST HELPED ME BETA-TEST MY FORCE FIELD APP.

TOO LATE! SHE'S DEAD-- DDH!

YOU'D BETTER HOPE FOR YOUR SAKE YOU'RE WRONG.

HOW ABOUT THIS?

YOU'RE *BOTH* DEAD! AND OSBORN'S FILES ARE *ALL MINE!*

HAHAHA HAHA--

BRAKKA

BOOM

NNH...

PETER? I HAVE NORAH! SHE'S SAFE!

M-MAX? YOU DON'T KNOW HOW GOOD THAT IS TO HEAR.

THEY BLEW IT UP. I DON'T FREAKIN' BELIEVE IT.

THAT'S IT. I SAY THE TRUCE IS BACK ON. THIS PUNK NEEDS TO DIE.

SOUNDS GOOD TO ME.

WELL, NOT ME.

THE GIRL'S SAFE, MY TECH GUYS ARE SAFE, AND OSBORN'S STUFF IS SO MUCH ASH. I'M OUTTA HERE. YOU WANNA KEEP BEATING ON EACH OTHER, MAKE MY DAY.

WHAT? YOU BELIEVE THIS COWARD? LET'S GET HIM.

Y'KNOW WHAT?

NAH.

SHAKK

WELL, *THAT* DIDN'T TAKE LONG.

NEITHER ONE'S COMING UP...WHICH PROBABLY MEANS THEY BOTH SWAM OFF TO LICK THEIR WOUNDS. NOT BAD ADVICE.

I SHOULD LOOK FOR 'EM, BUT I CAN BARELY STAND. THINK I'LL CALL IT A DAY AND COUNT MYSELF LUCKY NOBODY GOT SERIOUSLY HURT...

D-DOUBLE-CROSSING--

YOU LOOK KINDA *GREEN*, KID. OH, THAT'S RIGHT--I DIDN'T PUT AN OXYGEN SUPPLY IN THAT REDESIGNED SUIT. GUESS MY OLD STUFF *WAS* BETTER.

IF YOU'RE...GONNA KILL ME...JUST SHUT UP AND DO IT.

I *WAS* GOING TO. BUT YOU SHOWED ME *POTENTIAL* TODAY, SO I'LL GIVE YOU A CHANCE TO LIVE. AND EVEN KEEP BEING THE HOBGOBLIN.

W-WHAT'S THE CATCH? WHAT'S IN IT FOR YOU?

A CUT.

THE UNKINDEST CUT OF ALL...

Shadowland.

ALL CONTENTS OF OSBORN'S VAULT WERE DESTROYED, MASTER. BURNED BEYOND RETRIEVAL.

DESTROYED...

...BECAUSE OF *SPIDER-MAN!*

STONE SWORE TO ME HIS WORTHLESS DEVICE WOULD *CRIPPLE* SPIDER-MAN! WHERE IS THAT CHARLATAN? BRING HIM TO ME IMMEDIATELY!

HE CLAIMED HE NEEDED TO RETURN TO HIS LABORATORY FOR PARTS. WE HAVE MEN POSTED NEAR HIS HOME, HIS WORKPLACE AND ALL LOCATIONS HE FREQUENTS.

BRUSH

"YOU HAVE MY SOLEMN VOW, MASTER...

BEDOOP

"...TIBERIUS STONE HAS NOWHERE TO RUN."

Stone:
You're fired.
Max.

THERE. I THINK THAT TEXT WAS WORTH THE LAST OF MY BATTERY POWER.

HEY, ARE YOU TWO OKAY?

WE'RE FINE, SPIDER-MAN. AM I CORRECT IN CALLING YOU THAT?

YEAH, IT'S ME. PARKER FILLED ME IN, ASKED ME TO CHECK ON YOU. HE'S SAFE TOO.

WELL, GOOD. I'M GLAD YOU'RE *BOTH* OUT OF DANGER.

UH, THANKS.

DOES MAX *KNOW?* HE IS A GENIUS...AH, THE HECK WITH IT. I'VE GOT MORE IMMEDIATE PROBLEMS...

SPIDER-MAN! CAN I GET AN INTERVIEW?

CALL THE AVENGERS' PRESS AGENT.

...LIKE GOING AROUND TOWN AND TAKING OUT THOSE SPIDER-JAMMERS.

'CAUSE I'D REALLY LIKE TO BE ABLE TO TRUST MY SPIDER-SENSE AGAIN.

FUNNY. KEEP FEELING I GOT OFF EASY THIS TIME.

MADAME WEB MADE IT SOUND LIKE THE WORLD WAS ABOUT TO END. GUESS EVEN SHE HAS OFF DAYS.

Columbia University Medical Center.

COMA WARD

DOCTOR? WHAT'S GOING ON?

AN ALARM SOUNDED! ONE OF OUR PATIENTS IS *WAKING UP!*

WHO IS IT?

AND *WHERE DID HE GO?*

OSBORN, NORMAN VIRGIL

Paris.

WELCOME HOME, MR. KINGSLEY. LET ME TAKE THAT FOR YOU.

YOU'LL BE GLAD TO HEAR THE FIRST PAYMENT FROM THE OTHER HOBGOBLIN HAS JUST POSTED TO YOUR SWISS BANK ACCOUNT.

GOOD. THE KID'S NOT STUPID; HE'LL PLAY BALL. HOW ABOUT THE *DEVIL-SPIDER* FRANCHISE I SET UP IN DELVADIA?

HIS INITIAL COMMISSION WAS HIGHER THAN EXPECTED. *ALL* YOUR FRANCHISES AROUND THE WORLD ARE DOING *QUITE WELL*, SIR.

PERFECT. THE MARKET RESEARCH SHOWS ROOM TO EXPAND INTO *RUSSIA* NEXT. DID YOU GET THE MATERIALS I ASKED FOR?

OF COURSE, SIR.

BEAUTIFUL. BOOK ME A FLIGHT, CLAUDE. IT'S TIME FOR THE *NEW UNICORN* TO MAKE A NAME FOR HIMSELF.

AND START HEADHUNTING LOCAL TALENT TO TAKE OVER LONG-TERM. TELL THEM WHO I AM AND WHAT I DO.

TELL THEM SUPER VILLAINS ARE MY BUSINESS...

...AND BUSINESS IS GOOD.

the AMAZING SPIDER-MAIL

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NEXT:

IN AMAZING SPIDER-MAN #698

IT ALL FALLS APART.

AND IN AMAZING SPIDER-MAN 700...IT ALL ENDS.

IRON MAN #4

KIERON GILLEN

GREG LAND

THERE ARE SOME THINGS MAN WAS NOT MEANT TO KNOW ...

TONY'S HUNT FOR EXTREMIS CONTINUES!

MARVEL NOW!

DECEMBER 2012

#IRONMAN

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UNCANNY AVENGERS #1

RICK REMENDER • JOHN CASSADAY

MARVEL

11

ZEB WELLS
STEVE DILLON
FRANK MARTIN

50 YEARS OF SPIDER-MAN

AVENGING SPIDER-MAN®

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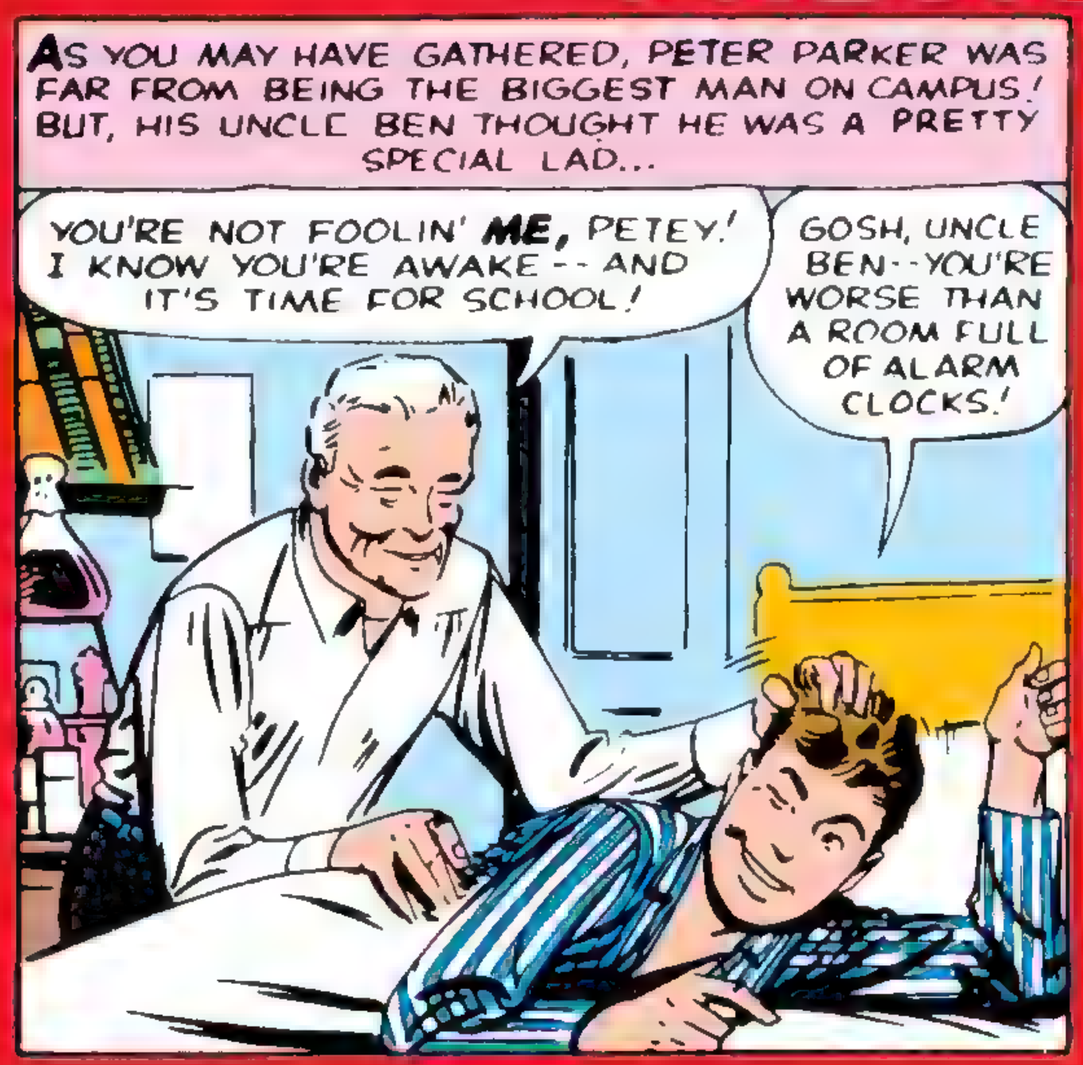
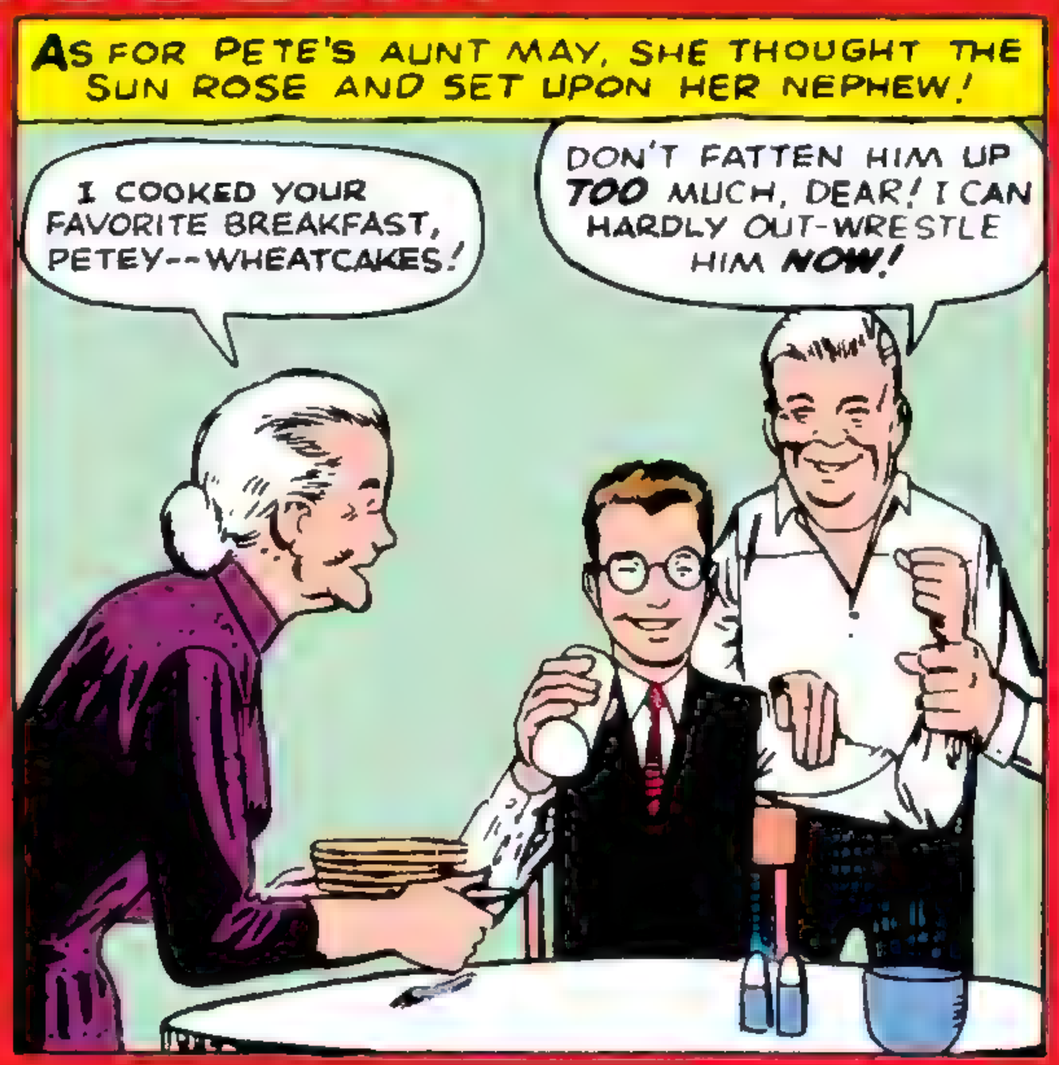
AVENGING SPIDER-MAN

PREVIOUSLY...


AS YOU MAY HAVE GATHERED, PETER PARKER WAS FAR FROM BEING THE BIGGEST MAN ON CAMPUS! BUT, HIS UNCLE BEN THOUGHT HE WAS A PRETTY SPECIAL LAD...
YOU'RE NOT FOOLIN' ME, PETEY! I KNOW YOU'RE AWAKE -- AND IT'S TIME FOR SCHOOL!
GOSH, UNCLE BEN--YOU'RE WORSE THAN A ROOM FULL OF ALARM CLOCKS!


AS FOR PETE'S AUNT MAY, SHE THOUGHT THE SUN ROSE AND SET UPON HER NEPHEW!
I COOKED YOUR FAVORITE BREAKFAST, PETEY--WHEATCAKES!
DON'T FATTEN HIM UP TOO MUCH, DEAR! I CAN HARDLY OUT-WRESTLE HIM NOW!

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FIFTY YEARS AGO **STAN LEE** AND **STEVE DITKO** GAVE THE WORLD SPIDER-MAN. WE THANK THEM AND DEDICATE THIS ISSUE TO THEIR LEGACY.

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New York City.

THE GUY RUNNING AWAY IS COPPERHEAD, MEMBER OF THE VILLAINOUS SERPENT SOCIETY.

STOP!

DUKE, STOP HIM!

ARE YOU CRAZY?! THAT'S--

LOOK, HIS NAME ESCAPES ME, BUT STILL--

PUT IT DOWN.

OH, THANK GOD!

SPIDER-MAN'S ABOUT TO SAVE ME AN UNCOMFORTABLE PHONE CALL TO CORPORATE.

IS IT BAD THAT I'M MORE EXCITED TO HEAR HIM *ZING* A GUY IN A SNAKE SUIT?

THIS IS GONNA BE GOOD.

SPIDER-MAN...

...I HOPE YOU APPRECIATE WHAT A MASSIVE MISTAKE IT WAS TO MAKE ENEMIES OF THE *SERPENT SOCIE--*

GARK--

CRACK

WHOA-- WAIT A MINUTE!

NO ONE THROWS COPPERHEAD!

--ARCK!

HEY, LADY!

CALL THE COPS. I'M LATE.

NOT ONE ZING?

HE WAS IN A HURRY.

I THOUGHT WE'D AT LEAST GET A ONE-LINER ON HIS WAY OUT...I MEAN, AM I CRAZY OR DID HE PHONE THAT ONE IN?

NO...

IT WAS WEIRD.

THWIP

Queens, New York.

YEP, AN HOUR LATE, ON THE DOT.

I TOLD YOU WE SHOULD'VE LEFT AT NOON.

THIS IS MY NEPHEW WE'RE TALKING ABOUT, JAY. WHY WOULD WE POSSIBLY WANT TO GET HERE ON TIME?

AN HOUR LATE IS JUST ABOUT PERFECT.

BUT YOU'RE SURE HE'S COMING?

DON'T BE SILLY, HONEY.

HE'LL BE HERE.

I'LL BE BACK IN AN HOUR.

THANK YOU.

PARKER

IT WAS MY FAULT, YOU KNOW.

PARKER

BEN PARKER

R.I.P.

R.I.P.

I KNOW...

I KNOW...
I KNOW...
I KNOW...

YOU SAY THAT EVERY YEAR.

AND YOU NEVER LET ME EXPLAIN.

THAT'S BECAUSE THE IDEA IS SO PROFOUNDLY STUPID.

HEH. SAYS YOU.

ABSOLUTELY "SAYS ME."

Then.

DIDN'T YOU HEAR ME, PETER?! I TOLD YOU TO STAY IN YOUR ROOM!

YOU FOLLOWED THE POLICE, DIDN'T YOU?

ARE YOU OKAY, PETER? DID THEY CATCH HIM? DID--

IT... IT WAS *ME.*

IT WAS MY FAULT.

OH, PETER...

I'LL HEAR NONE OF THAT...

MISSED YOU.
YOU TOO.
HOW'S JAY?
OH, STOP. NOT IN FRONT OF BEN...
COME ON, AUNT MAY. HE'D WANT YOU TO BE HAPPY.
I KNOW... HE *WOULD*. BUT WE MADE *YOUTHFUL PROMISES* TO EACH OTHER. LIKE ALL KIDS DO.
THERE'S JUST NO NEED TO THROW IT IN HIS FACE.
YOU DON'T THINK HE'S UP THERE WATCHING US *ALL* THE TIME, DO YOU? I'D HATE TO THINK HE'D SEE ME AND JAY--
UH, YOU'RE RIGHT. LET'S NOT TALK ABOUT THIS HERE.
I MEAN, I THOUGHT THAT PART OF MY LIFE WAS OVER, BUT--
SAY NO MORE. GOT IT.
SOMETIMES I'D SWEAR JAY'S REALLY A 25-YEAR-OLD--
AUNT MAY--
GOT. IT.
OH, PETER. ALWAYS SUCH A *SENSITIVE* BOY...

YOU HAVE TO TRY AND GO TO SCHOOL TODAY, SWEETHEART.

BEN WOULDN'T WANT YOU MISSING SCHOOL.

DOES IT GO AWAY?

WHAT?

THIS FEELING.

IS IT GOING TO GO AWAY?

I...

I...

BEN WOULDN'T WANT YOU MISSING SCHOOL.

I THOUGHT NOW WOULD BE A GOOD TIME TO TELL YOU... I KNOW BEN ALWAYS SAID EDUCATION WAS THE MOST IMPORTANT THING, SO I'M STARTING A SCHOLARSHIP. IN HIS NAME.

"THE BENJAMIN PARKER SCIENCE GRANT."

WITH HORIZON LAB'S HELP, IT WILL--

PSSHAW-- HA!

WHAT?

"THE BEN PARKER--" HAHA! I'M SORRY, BUT A SCIENCE GRANT? IF YOU PUT YOUR EAR TO THE GROUND YOU CAN PROBABLY HEAR BEN SPINNING IN HIS GRAVE.

WHAT?! YOU ALWAYS TOLD ME BEN THOUGHT EVERYONE SHOULD GO TO COLLEGE!

BECAUSE I WANTED YOU TO GO. PETER, ONE OF BEN'S PROUDEST MOMENTS WAS BARELY GRADUATING HIGH SCHOOL.

SCIENCE GRANT. THAT'S RICH.

BUT HE BOUGHT ME THAT MICROSCOPE...

UNDER DURESS. IF I HADN'T THROWN A FIT HE WOULD HAVE BROUGHT HOME ANOTHER BASEBALL MITT "JUST TO SEE IF IT'D TAKE."

IF YOU REALLY WANT TO HONOR BEN, YOU SHOULD BUY SOME SMART, YOUNG STUDENT SEASON TICKETS FOR THE METS.

UH-OH, I KNOW THAT LOOK...

HE'S GETTING A SCHOLARSHIP.

AND HE'D REALLY BE TOUCHED ABOUT IT.

SAYS YOU.

ABSOLUTELY "SAYS ME."

KEEP IT UP AND I'M GIVING YOU ONE, TOO.

PETER PARKER, DON'T YOU DARE. YOU KNOW I DON'T DO WELL IN THE SPOTLIGHT.

IT'S NORMAL, WHEN WE LOSE SOMEONE WE LOVE, TO SAY THAT WE WOULD GIVE ANYTHING TO SEE THEM FOR JUST ONE MORE MOMENT.

THAT *ONE MORE MOMENT* WOULD BE ENOUGH.

TODAY

MEMORIAL SERVICES FOR BENJAMIN PARKER

I CAN'T SAY THAT.

IF I HAD ONE MORE MOMENT I'D JUST WANT ANOTHER.

THEN ANOTHER.

THE TRUTH IS WHEN YOU *LOVE* SOMEONE LIKE I LOVED BEN...

ONLY ONE MORE MOMENT WOULD BE...TOO PAINFUL TO BEAR...

YOUR AUNT HAD A LOT OF GOOD THINGS TO SAY TODAY, PETER...

TH-THANKS, MISTER WEISS.

I HAVEN'T SEEN HER FOR A WHILE. MAYBE YOU SHOULD GO CHECK ON HER.

AUNT MAY?

I'M A LIAR, PETER...

A TERRIBLE, TERRIBLE LIAR.

I'D GIVE ANYTHING FOR JUST ONE MORE MOMENT.

ANYTHING...

IT'S FUNNY, ISN'T IT?

WHAT'S THAT?

HOW WHEN HE DIED IT FELT LIKE THE WORLD HAD ENDED. HOW NOTHING WOULD EVER BE ***NORMAL*** AGAIN. HOW THE JOY HAD LEFT US.

BUT IT'S BEEN ALL THESE YEARS...AND HERE WE ARE. TALKING. SMILING.

THE WORLD KEPT SPINNING.

OF COURSE, YOUR WORLD SPINS AN HOUR OR TWO BEHIND EVERYONE ELSE'S, BUT STILL...

OH, YEAH... SORRY I WAS LATE.

THAT'S OKAY, PETER. IT'S FUN TO TEASE YOU.

IT MUST HAVE BEEN HARD ON YOU. I KNEW HOW TO ***NURTURE*** YOU, BUT BEN WAS YOUR ***STRENGTH.***

NOW WHO'S BEING FUNNY?

AUNT MAY, YOU WERE MY "*MOTHER.*" YOU KNOW FULL WELL--

--I WOULD ***NEVER*** HAVE MADE IT WITHOUT YOU.

PETER.

IT'S TIME TO GET UP.

IT WAS MY FAULT, AUNT--

NO MORE OF THAT.

THIS THING WE'VE BEEN ASKED TO BEAR...AS *UNNATURAL* AND *WRONG* AS IT FEELS... IT'S A PART OF LIFE. IT'S *NORMAL*.

THAT MAY BE THE HARDEST PART.

I KNOW HOW YOU'RE FEELING. BEN *PROTECTED* YOU. ALLOWED YOU TO BE A CHILD. NOW HE'S GONE AND YOU *CAN'T* BE A CHILD ANYMORE.

I WAS AN ADULT WHEN MY PARENTS PASSED AND I FELT THE SAME WAY.

WE ALL DO. BUT THERE COMES A TIME.

NOW... GET UP.

IT'S TIME TO GET UP, PETER.

AM...AM I ALWAYS GOING TO FEEL THIS WAY?

YOU'RE WOUNDED, PETER. IT'S A WOUND THAT STAYS WITH YOU. CHANGES YOU.

"YOU'LL SEE THE PAIN OF THIS WORLD MORE READILY. YOU KNOW IT'S THERE NOW.

"YOU WON'T BE ABLE TO IGNORE IT.

"YOU'LL SEE THAT LIFE IS TEMPORARY.

"FRAGILE.

"THAT EVERY DEATH IS AS IMPORTANT TO SOMEONE AS BEN'S WAS TO YOU...

"...THAT EVERY LIFE IS WORTH PROTECTING."

AND YOU'LL FEEL WEAK WHERE BEN'S STRENGTH USED TO PROP YOU UP.

BUT YOU'LL HONOR HIM BY STANDING ON YOUR OWN.

HERE LIES
OER-MAN
AIN BY
UNTER

BECAUSE YOU'LL SEE THAT BEN TAUGHT YOU HOW TO BE ***STRONG***, AND YOU'LL SHOW THE WORLD THAT HIS ***STRENGTH*** STILL SUSTAINS YOU.

YOU'RE GOING TO HELP PEOPLE, PETER. I KNOW YOU ARE. BECAUSE BEN WOULD.

YOU WON'T LISTEN TO ME. I'M NOTHING LIKE UNCLE BEN.

HOW DO YOU KNOW, PETER?

UNTIL NOW...

"UNTIL NOW YOU HAVEN'T HAD TO BE."

I SAID ALL THAT?

WELL, THEN. MAYBE I DO DESERVE A SCHOLARSHIP.

OR AT LEAST LUNCH. ARE YOU HUNGRY, PETER? WE COULD--

WAIT.

I THINK SO. THAT'S HOW I REMEMBER IT, AT LEAST.

I...I WANT YOU TO KNOW THAT I DO...YOU KNOW...

I DO HELP PEOPLE.

I KNOW I'VE SEEN...

NO, I MEAN...I KNOW I COME OFF AS A BIT OF A SCREW-UP, BUT I WANT YOU TO KNOW...

I MEAN, ALL THAT STUFF YOU SAID I'D DO...I...

...I THINK BEN WOULD...

PETER.

I KNOW.

AND SO DOES HE.

NOW, LET'S GET GOING, SHALL WE?

KER

BEN PARKER

R.I.P.

IT *WAS* MY FAULT THOUGH.

WHY ON EARTH DO YOU THINK THAT WOULD MAKE ONE BIT OF DIFFERENCE?

YOU THINK HE'D CARE?

I JUST... I JUST WISH HE COULD HAVE SEEN WHAT BECAME OF ME.

HE DID, PETER. HE SAW IT A LONG TIME BEFORE YOU DID.

NOW, LET'S LET HIM GET SOME REST.

BEN PARKER
1960-1994
R.I.P.
R.I.P.

AVENGING SPIDER-MAN

Welcome back Spider-Friends!

Assistant Editor Ellie Pyle here, and we are just thrilled to have had Steve Dillon as a guest artist and Zeb Wells return as writer for this very special 50th Arachniversary issue! I have to admit that the screen I'm typing this on is still a little blurry and my eyes are stinging for some reason (Stephen Wacker has this terrible habit of chopping onions in the office when I'm trying to read this story.) You know what'll help I bet? Some of your letters. Let's see what we've got!

Steve,

AvSM 7 was probably the closest in spirit to the original Marvel Team-Up, a light-hearted done-in-one that's more focused on action and humor than any kind of special insight into the characters. I like Kathryn and Stuart Immonen and any Spidey project you put them on is a 'sold' in my book. That said, I'm not sure the direction the book's been headed of late lends itself to the $4 price tag. I'm not even sure what direction it is headed to be honest. If it's a light-hearted 'gateway' book it seems like $3 would be more inviting. It also felt a little off when AvSM 6 opened up "The Omega Effect" but cost more than the Punisher and Daredevil chapters, both of which were more directly affected by the crossover's events. Do what it takes to keep the book on the market, but I know I'd feel better if it were in the same price range as Scarlet Spider and Venom. I'm buying every Spider-family book on the market right now so every dollar counts!

Best,
David Walton

Hi David! I wish I could tell you what direction this book is headed (because oh man am I excited about it!) but unfortunately I can't do that without revealing the secret of Amazing Spider-Man #700 that is going to change Spider-Man forever! I can, however, tell you that while we're going to stay on the action-packed team-up train, even after 50 years of Spider-Man stories, you will not see this next twist coming. (Spoilers: Neither will Peter Parker!)

Hey Everybody,

I'm a huge Spidey fan, I pick up the whole family of books and they're all great, I'm especially loving the current Amazing and Scarlet stuff. Anyway, I recently noticed in Avenging Spider-Man issues 5 and 9 that the other members of the Avengers know that Pete is Spider-Man. To the best of my knowledge this is going against what happened in Brand New Day, that was explained in One Moment In Time. If memory serves right, in a few issues of New Avengers it was even mentioned that no one on the team knew his identity, and he wouldn't be receiving a paycheck because they didn't know who to make it out to. So does this mean that Avenging doesn't always line up with continuity or was there some kind of 'off panel' reveal, or is this just a little over site that I'm looking too far into? Either way I'd love to know!

Thanks,
Chris Cobb
New Jersey

Great question, Chris! Turns out Peter Parker hasn't been perfect at keeping his secret identity, well, secret. In NEW AVENGERS #51, Spider-Man unmasked for his AveNgers teammates including Luke Cage, Jessica Jones, Spider-Woman, Ms. Marvel (now Captain Marvel as you saw in our fantastic last two issues!), Bucky, Wolverine, Mockingbird, Hawkeye and Doctor Strange. Steve Rogers did find out off panel unfortunately, sometime after he returned. In AMAZING SPIDER-MAN #590 Spider-Man also revealed his identity to the Fantastic Four, and Madame Web knows because... well... she knows all kinds of things. And it isn't just fellow heroes! Mary Jane Watson has known all along (and broke up with him because of it!) and Peter Parker's last girlfriend, officer Carlie Cooper, figured it out during Spider-Island (and broke up with him because of it!) Fortunately none of Spider-Man's enemies have figured it out though... YET!

Hey there, Ellie & the Arachn-Eds!

I haven't been so excited to get my hands on a book every month in a while! The last time was over at "Picture" comics with their "Can't-hurt-me-guy" and his interplanetary family feud. But this-- THIS Spidey team-up title is totally super! I mean SHEESH! So much awesomeness in such a small amount of paper (or megabytes.) Pete sure does have a lot of cool, avenging pals! This last story with Captain Marvel, Robyn, Kelly Sue, the Dodsons, Señor D, and Joe was great! A big thanks to them. Zeb's 50th anniversary issue starring our favorite aunt is gonna be, as a sub I had in HS would say, "BALLS TO THE WALLS!"

Boomer!
Matthew Gulino
Montgomery, AL

(Arachn-Eds! I love it!)

And I hope you loved Zeb's tribute to Aunt May and Uncle Ben. Sana says that Steve is just chopping onions to hide the fact that he's a sobbing mess, not just over the touching story in this issue, but over the fact that this is Zeb Wells' farewell to this book. You can find Zeb's future wit focused on his work with ROBOT CHICKEN. But! What animation taketh away it also giveth! Come back next issue for the AVENGING SPIDER-MAN debut of Kevin Shinick, ROBOT CHICKEN alum and creator of Cartoon Network's MAD! And since AVENGING SPIDER-MAN is about great team-ups between writers and artists as well as characters he will be joined by Aaron Kuder! The story? Spider-Man and Deadpool... in high school! Expect it to be every bit as sweet and sincere as what you just read.

And don't forget to check out the Spider-Man 50th Anniversary adventures in AMAZING SPIDER-MAN #692! On sale now!

Said With A Smile,
Ellie Pyle

NEXT:

Send e-mail to SPIDEYOFFICE@MARVEL.COM (please mark as OKAY TO PRINT)

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